

Western Australia

The Companies Regulations 1947

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The Companies Regulations 1947

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Schedule I

Schedule II

Notes

The Companies Regulations 1947

1. Citation

These Regulations may be cited as “*The Companies Regulations 1947*.”

2. Interpretation

In these Regulations and in the forms in Schedule I to these Regulations —

- (a) **“the Act”** means the *Companies Act 1943*;
- (b) **“Registrar”** means the Registrar of Companies and includes a Deputy Registrar of Companies;
- (c) **“document”** includes notice, summary, statutory declaration, statement, return, copy, consent, list, abstract and particulars;
- (d) **“the Court”** means the Supreme Court of Western Australia, or a judge thereof.

Part I
General
PREPARATION OF DOCUMENTS

3. Documents for filing with Registrar

All documents prepared for filing with the Registrar shall —

- (a) be accompanied when filed by the appropriate fee;
- (b) subject to any specific requirement of the Act, be legibly and clearly written, typewritten or printed;
- (c) be prepared on paper of medium weight and good quality with a margin at the least on the left-hand side and in a clean and unmutilated condition, and (with the exception of the memorandum and articles of association of a company) on paper of foolscap folio size or a multiple of that size;
- (d) be, in the case of a memorandum and articles of association, in book form printed or typewritten with a semi-stiff cover and of a size not less than 215 millimetres deep by 140 millimetres wide and not more than foolscap folio size;
- (e) where the document comprises two or more sheets be secured together in a sufficient manner;
- (f) be folded lengthwise and endorsed on the outside with the name of the company to which they relate with a short statement of the nature of their contents and the name and address of the solicitor or person by or on whose behalf they are filed.

4. Typewritten documents

In the case of documents filed with the Registrar which are wholly or partly typewritten —

- (a) a black record ribbon shall be used;
- (b) the lines of typewriting must not overlap;

(c) a carbon-copy shall not be accepted.

5. Registrar may accept non-complying documents

Except by special leave of the Registrar granted upon such conditions as he may think fit, no document which does not comply with Regulations 3 and 4 above shall be received by the Registrar.

6. Registrar may require fresh documents

The Registrar may in his discretion, require fresh copies of any document which is improperly filled in or which shows traces of erasures or which contains any alterations such as would in the opinion of the Registrar, affect the validity of such document or form, and the fresh copies shall be prepared and signed in the manner prescribed by the Act or by these regulations in respect of the original document. Every alteration made in any document or form shall be initialled by the person who signed the document or form in which the alteration has been made and by the witness, if any.

7. Execution of Memorandum, etc.

- (1) The full name, address, and occupation of each subscriber and of each witness to the Memorandum and Articles shall be legibly written or typewritten in the Memorandum and Articles.
- (2) If the shares of a company are of different classes it shall be stated for which class of shares the signatories subscribe.

8. Orders of Court

All orders of the Court required to be filed with the Registrar shall be Supreme Court office copies.

9. Declaration by Registrar and his Officers

The Declaration to be made under section 394 (2) of the Act shall be in accordance with Form 89 in Schedule I hereto.

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9A. Declarations

Every declaration required by the Act or these regulations, or intended to be used in any matter or proceeding under the Act or these regulations, may purport to be made under or in pursuance of the Act, and,

- (a) if made in this State shall be made under and by virtue of section 106 of the *Evidence Act 1906*; and
- (b) if made out of this State shall be made in accordance with the law of the place where such declaration is made.

[Regulation 9A inserted by Gazette 25 March 1948 p.676.]

Part II

Liquidations

10. Time for lodgement under section 289

The statement to be lodged with the Registrar by a Liquidator pursuant to section 289 of the Act shall be prepared and lodged within a period of one month before the expiration of every period of twelve months from the date of commencement of the winding up.

11. Conclusion of winding up

The winding up of a company shall, for the purpose of section 207 and section 289 of the Act, be deemed to be concluded —

- (a) in the case of a company wound up by order of the court at the date on which the order dissolving the company has been reported to the Registrar by the liquidator or at the date of the order of the court releasing the liquidator pursuant to section 209 of the Act;
- (b) in the case of a company wound up either voluntarily or under the supervision of the court at the date of the dissolution of the company unless at such date any funds or assets of the company remain unclaimed or undistributed in the hands or under the control of the liquidator or any person who has acted as liquidator, in which case the winding up shall not be deemed to be completed until such funds or assets have been either distributed or paid into the “Companies Liquidation Account.”

12. Applications for payment under section 290(4)

Every application pursuant to subsection (4) of section 290 for payment of any moneys standing to the credit of the “Companies Liquidation Account” in respect of any company must be accompanied by a certificate (Form 66) by the

liquidator of such company that the applicant is entitled to receive the amount which is claimed in the said application. In addition to such certificate the Registrar may in any case require the applicant to furnish such other evidence as the Registrar may think fit in proof of the applicant's claim.

Part III

Foreign Companies

13. Verification of memorandum

- (a) Every memorandum of appointment filed with the Registrar under section 329 (1) (d) of the Act shall be verified by a statutory declaration.
- (b) Where the appointment is directly made by the company such declaration shall be in accordance with Form 68 and shall be made by the director, manager or secretary of the company.
- (c) Where the appointment is made by some person duly authorised by the company in that behalf the declaration shall be in accordance with Form 69.

14. Certification of charter etc of foreign company

A copy of the charter, statute or memorandum and articles of a foreign company or other instrument constituting or defining its constitution shall be deemed to be certified as required by section 329 of the Act if it is —

- (a) duly certified as a true copy by an official of the government to whose custody the original is committed; or
- (b) duly certified as a true copy by a Notary Public; or
- (c) duly declared to be a true copy by a director or the manager or secretary in accordance with the provisions of regulation 9A of the company.

[Regulation 14 amended by Gazette 25 March 1948 p.676.]

15. Certification of certificate of incorporation

A copy of the certificate of incorporation of a foreign company or a document of similar effect shall be deemed to be duly certified as required by the Act, if it purports to be certified in the manner provided in section 79 of the *Evidence Act 1906*, and

in the case of a document to which that section does not apply, if it purports to be certified by an official of the government of the country in which the company is incorporated holding or purporting to hold an office similar to that of a Registrar or an Assistant Registrar of Companies.

16. Certificate of incorporation to be filed within 3 months of issue or certification

Unless it has been certified or issued within a period of three months immediately preceding the date on which it is tendered for filing with the Registrar, a copy of the Certificate of Incorporation or document of similar effect tendered under Part XI of the Act shall not be filed except where the Registrar in a special case may otherwise permit.

16A. Agent may certify if no Australian directors

If there are no directors of the company normally resident in the Commonwealth of Australia, the agent of the company shall, when filing the documents required by section 329 of the Act to be filed in the particular case, certify to that effect and cause such certificate to be filed with the Registrar.

[Regulation 16A inserted by Gazette 25 March 1948 p.676.]

17. Translations

In the case of a company of which the certificate of incorporation (or document of similar effect) or the charter statute or memorandum and articles of association (or other instrument constituting or defining the constitution of a company) or the balance sheet, prospectus, or other document is not written in the English language, any translation thereof to be filed with the Registrar in pursuance of the Act shall be deemed to be a certified translation if so certified —

- (a) (where such translation is made outside the State of Western Australia) by

- (i) an official of the government of the State or country in which the company was incorporated to whom the custody of the original document is committed, or by whom the original document was issued; or
 - (ii) a notary public or a translator public duly admitted and sworn by the government of the State or country in which the company was incorporated; or
 - (iii) A British diplomatic or consular agent in the State or country in which the company was incorporated;
- (b) (when such translation is made within the State of Western Australia) by a person approved by the Registrar either generally or in a particular case, the Registrar may require such evidence as he deems proper for ascertaining the ability of any person to make the translation.

[Heading inserted by Gazette 25 March 1948 p.676.]

18. The Companies Regulations 1947

The statutory declaration accompanying a balance sheet filed under the provisions of section 334 (2) of the Act shall be in accordance with Form 72.

19. Returns under section 335

Any return required to be filed with the Registrar in pursuance of section 335 of the Act concerning the matters referred to in paragraphs (i), (ii), (v) and (vi) of that section shall be filed within twenty-eight days after the date on which particulars of the alteration if despatched with due diligence could, in due course of post, have been received in Western Australia from the place where the company was formed or is incorporated. Notice of alteration in the situation of the registered office of a foreign company and notice of change in the name or address of

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the person authorised to accept service on behalf of the company shall be filed within fourteen days of the occurrence of the change and shall be in accordance with Form 71 and Form 73 respectively. Notice of alteration in the directors or the particulars contained in the list of directors of a foreign company shall be in accordance with Form 67. Notice of alteration in the charter, statutes or memorandum and articles or any such instrument of a foreign company shall be in accordance with Form 73.

[Regulation 19 amended by Gazette 25 March 1948 p.676.]

20. Change of Name

Upon a change in the name of a foreign company registered under Part XI of the Act the company shall, within twenty-eight days after the date on which particulars of the alteration if despatched with due diligence could, in due course of post, have been received in Western Australia, file with the Registrar notice of the change. Such notice shall be in accordance with Form 73. A certified copy of the certificate of incorporation showing the change of name shall be attached to the notice.

Part IV

21. Authorised Sharebrokers

An application for registration as an authorised sharebroker shall be in accordance with Form 82. The application shall be accompanied by the prescribed fee and by a statutory declaration in accordance with Form 83 or Form 84 as the case may require.

22. Application to withdraw security

- (1) Any authorised sharebroker who in accordance with Division 2 of Part XIII of the Act has deposited a sum of money or equivalent security with the Treasurer and who has ceased to carry on business in Western Australia as a sharebroker for a period of at least six months may, after giving notice as required by Regulation 24, apply to the Registrar for an order permitting him to withdraw the sum or security so deposited.
- (2) The Registrar shall deal with such application and if —
 - (a) no application for compensation out of the said deposit or security has been made under the next succeeding regulation may order that the said sum or security be repaid or retransferred to the applicant or his successor in title or nominee; or
 - (b) any such application for compensation has been made may, after such application has been dealt with, order that the money or security or, if any application for compensation is successful, any balance of such money or security then held by the Treasurer be handed over to the applicant sharebroker;

and in either case, such order shall be given effect to by the Treasurer.

23. Application by client for compensation

- (1) Any client of an authorised sharebroker who has made a deposit as aforesaid or given equivalent security having a claim or demand against such sharebroker in his capacity of sharebroker may, at any time before the expiration of six months after such sharebroker has ceased to carry on business in Western Australia as a sharebroker, apply to the Registrar for an order that he be compensated out of the said deposit or security for loss sustained by him by reason of breach of duty or of contract, or misconduct, or default on the part of the sharebroker.
- (2) On the hearing of such application the Registrar may make such order as to compensation as he in his absolute discretion deems proper, or may refuse to make an order.
- (3) When compensation is ordered by the Registrar to be paid to any applicant, the amount thereof shall be paid by the Treasurer out of the moneys or security deposited by the authorised sharebroker concerned, and for that purpose the Treasurer may realise any such security and deduct from the proceeds thereof the cost of realising the same.
- (4) The sharebroker concerned and any person liable under any bond to pay any compensation awarded shall be entitled to be heard, if he so desires, on the hearing of any application under this regulation.

24. Notice of cessation of business

- (1) Every authorised sharebroker on ceasing to carry on business in Western Australia as a sharebroker shall give notice thereof to the Registrar in the prescribed form (Form 86) and the Registrar shall thereupon at the expense of such sharebroker cause such notice to be advertised three times at intervals of one week in a daily morning newspaper published in Perth, and if the sharebroker carried on business in any other locality, in such other newspaper and in such manner as the Registrar directs.

- (2) For the purposes of Regulations 22 (1) and 23 (1) an authorised sharebroker shall be deemed to have ceased to have carried on business on the date of the publication of the last of such advertisements.

25. Cancellation of registration

The Registrar may cancel the registration of any authorised sharebroker who for any reason fails to keep up to the full value of Five hundred pounds the sum of money or equivalent security deposited by him with the Treasurer pursuant to section 373 of the Act.

26. Investment of moneys held under section 373

- (1) Any moneys deposited with the Treasurer pursuant to section 373 of the Act may be deposited by him in the Commonwealth Savings Bank or invested in any State or Commonwealth Government securities and any equivalent security not being Treasury bonds payable to bearer shall be accompanied by such duly executed transfer or assignment as will enable the Treasurer to realise such security should it become necessary so to do.
- (2) When interest or dividends become due on any moneys deposited with the Treasurer as aforesaid or on any securities in which moneys so deposited are for the time being invested or on any equivalent security deposited with the Treasurer, the Treasurer shall pay such interest or dividends to the sharebroker making the deposit.
- (3) On receipt of an order issued by the Registrar under Regulation 22 or Regulation 23 the Treasurer shall, as soon as conveniently may be, realise such securities held on investments made under this Regulation as will enable him to comply with any such order for repayment or for compensation and the Treasurer shall not be liable to the depositor for any loss on realisation of any such securities.

27. Annual declaration

- (1) Every authorised sharebroker shall within fourteen days before the expiration of every period of twelve months from the date of his registration as an authorised sharebroker and so long as such registration continues make and file with the Registrar a statutory declaration in accordance with Form 83 or Form 84 as the case may require.
- (2) Every authorised sharebroker who while his registration remains in force changes his business address shall notify the Registrar forthwith in writing of such change.

28. Return of certificate on cancellation of registration

The certificate of registration issued pursuant to section 373 of the Act to any authorised sharebroker shall be returned to the Registrar by such sharebroker forthwith after the cancellation of his registration as an authorised sharebroker.

29. Register of authorised sharebrokers

- (1) The register of authorised sharebrokers required to be kept by the Registrar pursuant to section 373 of the Act shall be divided into four separate parts. Such parts shall severally contain, in addition to the particulars required by the Act to be recorded, the following particulars: —

First Part: Members of Stock Exchange in Perth —

Registration number.
Date of application.
Date of registration.
Date of certificate of membership.
Date of filing annual declaration (Form 83).
Date of publication in *Gazette*.
Date of cancellation of registration.
Reason for cancellation of registration.
Such other particulars (if any) as the Registrar deems necessary.

Second Part: Members of other Recognised Stock Exchanges —

The same particulars as are required in respect of registration under the First Part, and in addition the name of the recognised stock exchange of which the sharebroker is a member.

Third Part: Authorised representatives of members of Recognised Stock Exchanges —

The same particulars as are required under the preceding Part with the following additional particulars.

Name of principal.

Address of principal.

Date of written authority.

Fourth Part: Other authorised Sharebrokers —

Registration number.

Date of application.

Date of order under section 373 (e).

Date of certificate of the Under Treasurer section 373 (f).

Date of registration.

Date of filing annual declaration (Form 84).

Date of publication in Gazette.

Date of cancellation of registration.

Reason for cancellation of registration.

Such other particulars (if any) as the Registrar deems necessary.

- (2) Such register shall, subject to the payment of the prescribed fee, be open to inspection by any person.

Part V
Auditors and Liquidators

30. Application for registration as auditor or liquidator

Every application for registration as an auditor or as a liquidator shall be verified by the statutory declaration of the applicant. Such application and declaration shall be in accordance with Forms 90 and 91 respectively, and shall be accompanied by the fee prescribed for the registration applied for. The applicant shall supply to the Registrar such further information or particulars relating to the applicant or his application as the Registrar may require and the application shall not be dealt with until such requirements of the Registrar have been complied with.

31. Register of auditors and liquidators

- (1) The Registrar shall cause the name, address and qualifications of every person registered as qualified to act as an auditor or liquidator to be entered in a register to be kept by the Registrar for the purpose and, in the event of any such registration being terminated, entry to that effect shall also be made in the register.
- (2) Such register shall, subject to the payment of the prescribed fee, be open to inspection by any person.

32. Recognised authorities

The following bodies shall each be a 33 “**recognised authority**” within the meaning of section 402 (4) of the Act: —

- (a) The Institute of Chartered Accountants in Australia,
- (b) Commonwealth Institute of Accountants,
- (c) Federal Institute of Accountants,
- (d) Association of Accountants of Australia,
- (e) any other body which the Governor by regulation declares to be a recognised authority.

33. Complaints

- (1) Any complaint made by an inspector or by any company or by any member or creditor of a company to the Registrar pursuant to section 406 of the Act shall be supported by a statutory declaration as to the facts and the Registrar may require the complainant other than an inspector to give security to an amount not exceeding Fifty pounds for payment of the costs of the inquiry.
- (2) The Registrar shall cause to be served on any registered auditor or liquidator concerned, a written notice stating that a complaint has been made and setting out concisely the subject matter of the complaint. The notice shall also specify a time and a day being not less than five days from the service of the notice when the complaint or other matter will be considered by the Registrar. The requirements of this sub-regulation *mutatis mutandis* shall be observed when the Registrar of his own initiative holds an inquiry under subsection (1) of section 406 of the Act.
- (3) Such auditor or liquidator shall be entitled to be heard on any inquiry affecting him held by the Registrar pursuant to section 406 of the Act.
- (4) It shall be the duty of all officers and agents of the company concerned to produce to the Registrar all books and documents in their custody or power.
- (5) On any inquiry under section 406 of the Act, the Registrar may by summons under his hand require any officer, agent, auditor or liquidator of a company and any witness to appear before him for examination and such summons may require the production of all books and documents in the custody or power of the officer, auditor or liquidator of the company or of the witness.
- (6) The Registrar may in the exercise of his functions under section 406 of the Act exercise any powers which the magistrate of a local court could exercise for procuring the attendance of

witnesses, and punishing witnesses who fail to attend when required, and administering oaths and affirmations and taking evidence on oath, and the provisions of the *Local Courts Act 1904*, as to all these matters, shall be construed so as to apply to any inquiry by the Registrar under such section.

- (7) If any person summoned to give evidence on any such inquiry refuses to be sworn or to answer to the satisfaction of the Registrar any question which he may put or allow to be put, the Registrar shall report such refusal in a summary way to the Court, and upon the report being made the witness in default shall be in the same position and be dealt with in the same manner as if he had refused to be sworn or made default in answering before a judge and the Court may make such order as it deems fit.
- (8) The Registrar may make such order as to the costs of the inquiry as the Registrar deems just, and any such order for costs may be enforced in the like manner in which an order for costs in a civil action in the Supreme Court may be enforced.
- (9) For the purposes of this regulation 34. **“inspector”** means any person duly appointed as such by the Registrar or by the Court under the Act.

Any certificate of registration of a liquidator or auditor issued pursuant to section 402 of the Act shall be returned to the Registrar by the holder thereof forthwith upon the cancellation of such registration.

Part VI*Miscellaneous***35. General penalty**

Where any matter or thing is by these Regulations directed or forbidden to be done, and such act so directed to be done remains undone, or such act so forbidden to be done is done, in every such case, unless a specific penalty is provided therefor, every company or person offending against such direction or prohibition shall be liable to a fine not exceeding fifty pounds.

36. Offences to be dealt with by magistrate

All offences under these Regulations made punishable by any penalty may, unless otherwise provided, be disposed of summarily by a stipendiary magistrate or a resident magistrate under the provisions of the *Justices Act 1902*.

37. Sixth Schedule to the Act

To the intent that the same shall be altered as hereinafter appears Form A of the Sixth Schedule to the Act is hereby repealed and the following form is inserted in lieu thereof.

FORM A

Form of Annual Return of a Company Having a Share Capital
Annual return of the Limited made up
to

the 31st day of March 19

The address of the registered office of the company is as follows: —

.....

Summary of Share Capital and Shares

Nominal share capital £ divided into (a) shares of
each

Total number of shares taken up (a) to
the

..... day of 19....., being the date

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of the return (which number must agree with the total shown in the list as held by existing members)

Number of shares issued subject to payment wholly in cash ..

Number of shares issued as fully paid up otherwise than in cash

Number of shares issued as partly paid up to the extent of per share otherwise than in cash

(b) Number of shares (if any) issued at a discount

Total amount of discount on the issue of shares which has not been written off at the date of this return £

(c) There has been called up on each of shares £

(c) There has been called up on each of shares £

(c) There has been called up on each of shares £

(d) Total amount of calls received, including payments on application and allotment £

Total amount (if any) agreed to be considered as paid on shares which have been issued as fully paid up otherwise than in cash £

Total amount (if any) agreed to be considered as paid on shares which have been issued as partly paid up to the extent of per share otherwise than in cash £

Total amount of calls unpaid £

Total amount of the sums (if any) paid by way of commission in respect of any shares or debentures or allowed by way of discount in respect of any debentures since the date of the last return £

Total number of shares forfeited £

Total amount paid (if any) on shares forfeited £

Total amount of the indebtedness of the company in respect of all mortgages and charges affecting the property of the company £

Name(s) of the auditor(s) of the company at the date of this return £

Date of holding last annual meeting

List of holders of debentures which do not constitute a charge on assets of company, and same particulars as required in relation to shares

- (a) Where there are shares of different kinds or amounts (e.g. preference and ordinary or £ and 1s.) state the number and nominal values separately.*
- (b) If the shares are of different kinds state them separately.*
- (c) Where various amounts have been called, or there are shares of different kinds, state them separately.*
- (d) Include what has been received on forfeited as well as on existing shares.*

List of the names, addresses and occupations of all members of the company and of all persons who have ceased to be members since the date of the last return or (in the case of a first return) the incorporation of the company must accompany this return.

Copy of last audited balance sheet of the company.

Note — This return must include a written copy, certified by a director or by the manager or secretary of the company to be a true copy, of the last balance sheet which has been audited by the company's auditors (including every document required by law to be annexed thereto), together with a copy of the report of the auditors thereon (certified as aforesaid), and if any such balance sheet is in a foreign language there must also be annexed to it a translation thereof in English certified in the prescribed manner to be a correct translation. If the said last balance sheet did not comply with the requirements of the law as in force at the date of the audit with respect to the form of balance sheets there must be made such additions to and corrections in the said copy as would have been required to be made in the said balance sheet in order to make it comply with the said requirements, and the fact that the said copy has been so amended must be stated thereon.

PROPRIETARY COMPANY

Certificates to be given by a Proprietary Company

A. "I certify that the company has not since the date of the (e) last annual return issued any invitation to the public to subscribe for any shares, stock, bonds, or debentures of the company"

..... (Signature)

(State whether Director or Manager)

(e) If necessary strike out the words "last annual return" and substitute therefore the words "incorporation of the company," or "commencement of the Companies Act 1943," as the case may be.

B. Should the number of members of the company exceed twenty- one the following certificate is also required: —

"I certify that the excess of members of the company above twenty-one consists wholly of persons who are in the employment of the company and/or of persons who, having been formerly in the employment of the company were while in such employment, and have continued after the determination of such employment, to be members of the company."

..... (Signature)

(State whether Director or Manager)

The return must be signed at the end by a director or by the manager of the company.

Delivered for filing by

Particulars of the (f) Directors of the Limited, at the

date of the annual return.

(g) The present Christian Name or Names and Surname	Any former Christian Name or Names or Surname	Nationality	Nationality of origin (if other than the present nationality)	Usual Residential Address	(h) Other business Occupation (if any) If none state so
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(f) "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.

(g) In the case of a corporation its corporate name and registered or principal office should be shown.

(h) In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

List of persons holding shares in the

Limited,

on the day of 19, showing their names

and addresses, and an account of the shares so held.

N.B. — If the names in this list are not arranged in alphabetical order, an index sufficient to enable the name of any person in the list to be readily found must be annexed to this list.

The word “shares” includes unsecured debentures, bonds and stock.

Folio in Register Ledger containing Particulars	NAMES, ADDRESS AND OCCUPATION				(i) Number of shares held by existing members at date of return (j)	Remarks (k)
	Surname	Christian Name	Address	Occupation		

(Signature)

(State whether Director or Manager)

(i) The aggregate number of shares held, and not the distinctive numbers, must be stated, and the column must be added up throughout so as to make one total to agree with that stated in the summary to have been taken up.

(j) When the shares are of different classes, this column must be sub-divided so that the number of each class held may be shown separately. Where any shares have been converted into stock the amount of stock held by each member must be shown.

(k) In the case of shares acquired since the date of the last return or (in the case of the first return) of the incorporation of the company the date of the acquisition of the shares and any other explanatory details should appear in the remarks column.

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Names, addresses, and occupations of all persons who have ceased to be members during the period since the date of the last return, or in the case of a first return, since the incorporation of the company and the number of shares held by each of the members at the date they ceased to be members, specifying the types or kinds of shares.

Folio in Register Ledger containing Particulars	NAMES, ADDRESS AND OCCUPATION				NUMBER OF SHARES HELD Pref. Ord.
	Surname	Christian Names	Address	Occupation	

(Signature)

(State whether Director or Manager)

38. Forms

The forms set out in Schedule I to these regulations, or forms to the like effect, shall be used for the purposes for which they are respectively appropriate and the particulars contained therein are hereby prescribed as the particulars required in the Act. The directions contained in any such form for the completion thereof shall be observed.

39. Documents to be signed by director, secretary or manager

Documents to be filed or lodged with the Registrar shall, except as otherwise provided in the Act or in these regulations, or in forms of Schedule I to these regulations, be signed or authenticated by a director or the secretary or manager of the company.

40. Modification of forms

The forms prescribed by these regulations may be modified in a particular case by authority of the Registrar. Any document or form not provided for in these regulations may be provided for and any irregularity in procedure may be corrected in such form or manner as the Registrar may direct.

41. Prescribed Fees

To the intent that the same may be altered the scales of fees contained in the Tenth Schedule to the Act are hereby repealed and the scales of fees set out in Schedule II to these regulations are substituted therefor.

42. Payment of fees

- (1) The fees set out in Schedule II to these regulations shall be paid to the Registrar for the several matters therein referred to.
- (2) Any person or corporation furnishing to the Registrar any document required by the Act or these regulations without payment of the prescribed fee, and failing or neglecting to pay such fee forthwith after being called upon by the Registrar by notice in writing to do so shall be guilty of an offence and shall be liable to a penalty not exceeding Fifty pounds and the Court before which the prosecution takes place shall also order payment of such fee.

Sch. I

Schedule I

FORM No. 1

Companies Act 1943

DECLARATION THAT 5% OF THE NOMINAL CAPITAL IS PAID UP

(Pursuant to section 14 (4))

(No Liability)

In the matter of the *Companies Act 1943*, and in the matter of
No Liability.

I,of
do solemnly and sincerely declare that: —

(1) I am the (a)of the company to be named
..... No Liability.

(2) A sum of £representing five per cent. of the
nominal capital of the abovementioned company and being its paid up
capital or portion thereof has been paid up.

(3) The said sum of £.....has been lodged in Perth to
the credit of (b).....as trustee for the company in
the.....
Bank.

(4) The bank certificate hereto annexed marked “A” is evidence of the
deposit referred to in clause (3) above.

And I make this solemn declaration by virtue of section 106 of the Evidence
Act 1906.

Declared at
thisday
of.....19.....
Before me }

(a) Secretary or manager. (b) Name of trustee.

FORM No. 2

Companies Act 1943

**CERTIFICATE OF REGISTRAR AS TO ALTERATION OF
MEMORANDUM, ETC., AND CONFIRMATION THEREOF BY THE
COURT**

(Pursuant to Section 18 (7) (b))

(..... Limited)

I hereby certify that an office copy of the order dated the
day of.....19....., made by the Supreme Court on the
Petition
presented by the abovenamed company confirming (a).....the
Special Resolution passed at a General Meeting of the company held on the.....
.....day of 19 amending the
(b)of the company, together with a printed or
typewritten
copy of the altered or substituted (b) was registered by me on the
..... day of.....19.....

Given under my hand and seal this day of.....19.....

.....
Registrar of Companies

(a) State whether “wholly” or “in part”; (b) “Memorandum of Association”
or “Deed of Settlement” or “Memorandum and Articles.”

Note — The office copy order, etc. must be filed within twenty-eight days
from the date of the order.

Sch. I

FORM No. 3

Companies Act 1943

NOTICE OF INCREASE IN NUMBER OF MEMBERS

(Pursuant to Section 19 (6) (a))

(Limited)

To the Registrar of Companies.

.....Limited, hereby gives notice that by (a).....
resolution of the company passed on the.....day of.....
19....., the number of its members has been increased beyond the registered
number to (b).....

Dated this.....day of.....19.....

.....

Director or Secretary

(a) “ordinary,” “extraordinary” or “special”; (b) total number of members.

Note — This notice must be filed in the office of the Registrar of Companies within twenty-eight days after the increase was resolved on or took place. The penalty for default is a fine not exceeding £10 for every day during which default continues.

FORM No. 4

Companies Act 1943

DECLARATION OF NON-REVOCATION OF POWER OF ATTORNEY

(Pursuant to section 21 (2))

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

(1) I am the Attorney named in the Power of Attorney produced and shown to me at the time of making this declaration and marked “A” given by (a).....

(2) I have not received Notice of Revocation of the said power of attorney either by death of the said (a).....or otherwise.

(3) The said power of attorney is still in full force and operation.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Declared at
thisday
of.....19.....
Before me }

(a) Full name of the donor.

FORM No. 5

Western Australia Royal Arms

CERTIFICATE OF THE INCORPORATION OF A COMPANY

This is to certify that.....
has been duly incorporated as a.....company under the
provisions of the *Companies Act 1943*.

Given under my hand and seal at Perth in the State of Western Australia
this.....day of.....19.....

.....
Registrar of Companies

Note — In the case of a proprietary company the following words shall be
added to the above certificate “and is a proprietary company.”

FORM No. 6

NOTICE OF INCORPORATION

Pursuant to section 26 (1) and 319

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited (or No Liability).

Notice is hereby given that, pursuant to section 26 (1) of the abovenamed
Act, a Certificate of Incorporation, as a.....Company, has
this day been issued to.....

Sch. I

Dated this.....day of.....19.....

Companies Office,
Supreme Court, Perth, W.A.

.....
Registrar of Companies

FORM No. 7

Companies Act 1943

**DECLARATION OF COMPLIANCE WITH THE REQUIREMENTS OF
THE COMPANIES ACT 1943, ON APPLICATION FOR
REGISTRATION OF A COMPANY**

Pursuant to Section 26 (2)

(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I.....of.....
do solemnly and sincerely declare:

(1) That I am (a).....of.....Limited.

(2) That all the requirements of the *Companies Act 1943*, in respect of
matters precedent to the registration of the said company and incidental thereto
have been complied with.

And I make this solemn declaration by virtue of section 106 of the *Evidence
Act 1906*.

Declared at.....in
the State of Western Australia
this.....
day of.....
One thousand nine hundred and.....
Before me.....

(a) “a legal practitioner engaged in the formation” or “a person named in the
articles as a director or secretary.”

FORM No. 8

Companies Act 1943

**CONSENT OF COMPANY BEING DISSOLVED TO NAME OF NEW
COMPANY**

Pursuant to Section 28 (1) (a)

(Limited)

To the Registrar of Companies:

.....Limited, a company in the course of
being dissolved hereby consents to the registration under the *Companies
Act 1943*, of a company under the name of.....Limited.

Dated this.....day of.....19.....

The Common Seal of.....Limited

(in liquidation) was hereunto affixed by —

Liquidator/s

Note — The company so consenting should add to its name the words “in
liquidation” within brackets and the said words shall be deemed to be part of the
name of the said company.

FORM No. 9

Companies Act 1943

**CONSENT OF AN EXISTING COMPANY TO USE OF NAME IN
CONNECTION WITH THE REGISTRATION AND PUBLICATION OF
A PROSPECTUS OF AN INTENDED COMPANY**

Pursuant to Section 28 (1)

(Limited)

To the Registrar of Companies:

.....Limited, hereby consents to the registration and publication of
the prospectus of an intended company under the name of.....Limited.

Sch. I

Dated this.....day of.....19.....

The Common Seal of.....Limited

was hereunto affixed in the presence of:

.....

FORM No. 10

Companies Act 1943

**CONSENT BY PROPRIETOR(S) OF BUSINESS NAME TO NAME OF
NEW COMPANY**

Pursuant to section 28 (1) (a)

To the Registrar of Companies:

(1) (a) I,.....of.....

being the proprietor of a Business Name. (b).....registered
under the *Business Names Act 1942*, do hereby consent to the registration under
the *Companies Act 1943*, of a company under the name of
.....Limited.

I undertake that on or before the date of registration of the abovementioned
company I will cease to carry on business under the above business name, and
file a notice of abandonment thereof with the Registrar of Companies.

(2) (a) We,.....of.....

being the members of a firm registered under the *Business Names Act 1942*,
under the name (b).....do hereby consent to the registration
under the *Companies Act 1943*, of a company under the name of.....Limited.

The said firm is (c).....

We undertake to cease to carry on business in the firm name on or before the
registration of the abovenamed company, and to file a notice of abandonment of
the firm name with the Registrar of Companies.

Dated this.....day of.....19.....

Before me

(Signature(s))

Witness

(a) Adopt paragraphs (1) or (2) as appropriate. (b) Insert the registered
Business Name. (c) “in course of being dissolved” or “about to cease to carry
on business under that name” as the case may be.

FORM No. 11

Companies Act 1943

**APPLICATION FOR INFORMATION AS TO AND FOR
RESERVATION OF NAME**

Pursuant to section 28 (6) (a)

To the Registrar of Companies.

I,of
Legal Practitioner, being engaged in the formation of a company proposing to
adopt the name of hereby apply for information as to whether
the said name is available, and if the use of such name is not prohibited, request
that no other company and no society, firm or individual be registered by or
under that name or any name so nearly resembling the same as to be calculated
to deceive for a period of twenty-eight days from the date of the filing of this
notice.

Dated this.....day of.....19.....

(Sgd.).....

N.B. — This form may be adapted for use where the application is made by
a person named in the articles as a director, or the secretary of the company.

FORM No. 12

Companies Act 1943

**CERTIFICATE THAT NAME IS AVAILABLE AND RESERVATION
THEREOF**

Pursuant to Section 28 (6)

I hereby certify that the name.....is available and direct that for a
period from.....a.m./p.m. on the.....day of.....
19....., to.....a.m./p.m., on the.....day
of 19....., no company, society, firm or individual shall be registered under
the provisions of the *Companies Act 1943* or the *Co-operative and Provident*

Sch. I

Societies Act 1903, or the *Friendly Societies Act 1894*, or the *Business Names Act 1942*, under such name or any name so nearly resembling the same as to be calculated to deceive, except the company in course of formation under the reserved name.

Dated this.....day of.....19.....

.....
Registrar of Companies

FORM No. 13

Companies Act 1943

**DECLARATION TO ACCOMPANY APPLICATION FOR
RESERVATION OF NAME**

Pursuant to Section 28 (6) (a)

In the matter of the *Companies Act 1943*, and in the matter of an application for reservation of name by.....Limited.

I,....., of....., in the State of Western Australia, Legal Practitioner, do solemnly and sincerely declare that —

(1) I am engaged in the preparation for registration under the *Companies Act 1943* of the memorandum and articles of association of a company proposing to adopt the name of.....Limited.

(2) The said company is *bona fide* in the course of formation.

(3) I propose to lodge the accompanying application for reservation of name with the Registrar of Companies.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Declared at.....in
the State of Western Australia
this.....
day of.....
One thousand nine hundred and.....
Before me.....

.....
Note — This form should be adapted for use where the application is filed
by a person named in the articles as a director or the secretary of the company.

FORM No. 14
Companies Act 1943

**APPLICATION FOR EXTENSION OF PERIOD OF RESERVATION OF
NAME**

Pursuant to section 28 (6) (b)

To the Registrar of Companies,

(Limited)

I,.....of.....
being (a).....of the abovenamed intended company hereby apply
for an extension of (b).....of the period granted by the Registrar
of Companies in his certificate of Reservation of Name dated the.....
day of.....19....., in favour of the abovenamed company an
intended company, and certify that the same is still *bona fide* in course of
formation.

Dated this.....day of.....19.....

(Sgd.).....

(a) “A legal practitioner engaged in the formation” “the director named in
the Articles of Association” or “the secretary.” (b) Specify the period of
extension applied for (not to exceed 28 days).

FORM No. 15
Companies Act 1943

**APPLICATION BY PERSON FILING A COPY OF A PROSPECTUS
FOR THE RESERVATION OF A COMPANY NAME**

Pursuant to Section 28 (6) (c)

Sch. I

To: The Registrar of Companies.

I,....., of....., having on
the.....day of.....19.....,
filed a copy of a prospectus in relation to an intended company by the name
of.....Limited, hereby apply for the
reservation of the said name for a period of three months from the said date.

Dated this.....day of.....19.....

(Sgd.).....

FORM No. 16

Companies Act 1943

**RESERVATION OF A NAME APPEARING IN A PROSPECTUS FILED
WITH THE REGISTRAR ON BEHALF OF AN INTENDED COMPANY**

Pursuant to Section 28 (6) (c)

re Limited

(an intended company)

I hereby direct that the name of the abovementioned intended company or any
name so nearly resembling such name as to be calculated to deceive shall not
during a period of three months from the.....day of.....
19....., the date of filing of a prospectus relating to the intended company be
registered as the name of any society, firm, individual or company other than
the intended company under the provisions of the *Co-operative and Provident
Societies Act 1903*, or the *Friendly Societies Act 1894*, or the *Business Names
Act 1942*, or the *Companies Act 1943*.

.....
Registrar of Companies

FORM No. 17

Companies Act 1943

NOTICE OF INTENTION TO APPLY TO ATTORNEY-GENERAL FOR LICENSE

Pursuant to section 29

(a).....(b).....
formed for the purpose(s) of (c).....hereby give(s) notice of
intention to apply to the Attorney-General for a license directing that the said
Association be registered as a company with limited liability without the
addition of the word "Limited" to its name.

Dated this.....day of.....19.....

.....
Director or Secretary

(a) Name of Association. (b) ".....Association
being as association" or "I.....of.....
on behalf of.....Association about to be."
(c) Insert the objects of the association, e.g. "recreation" "amusement" "the
promoting of (naming one or more of the objects set out in the section, e.g.
commerce, art, science, religion, charity)."

FORM No. 18

Companies Act 1943

NOTICE OF SPECIAL RESOLUTION FOR CHANGE OF COMPANY NAME

Pursuant to section 30 (1)

To the Registrar of Companies.

Notice is hereby given that at a General Meeting of.....
Limited (or No Liability) duly convened and held at.....
at.....o'clock in the.....noon on the.....day of
.....19..... the following Special Resolution was duly
passed: —

That the name of the Company be changed to.....Limited
(or No Liability).

Dated this.....day of.....19.....

Sch. I

Chairman of Meeting

FORM No. 19
Companies Act 1943

APPLICATION FOR APPROVAL OF CHANGE OF COMPANY NAME

Pursuant to Section 30 (1)

To the Registrar of Companies,

Application is hereby made for your approval of the change of the name
of.....Limited (or No Liability)
to.....Limited (or No Liability) and for the issue of a certificate
of such alteration of name.

Dated this.....day of.....19.....

.....
Director or Secretary or Solicitor

FORM No. 20
Companies Act 1943

APPROVAL OF CHANGE OF COMPANY NAME

Pursuant to section 30 (1)

I hereby approve of the name of.....Limited (or No Liability)
being changed to.....

Dated this.....day of.....19.....

.....
Registrar of Companies

FORM No. 21

Western Australia Royal Arms
**CERTIFICATE OF INCORPORATION OF A COMPANY ON A
CHANGE OF NAME**

Companies Act 1943

(Section 30 (3))

This is to certify that (former name of company) incorporated on the.....
day of.....19.....has changed its name to (new name
of company) and is incorporated under the provisions of the *Companies
Act 1943*, as a.....company.

Given under my hand and seal at Perth in the State of Western Australia
this.....day of.....19.....

.....
Registrar of Companies

FORM No. 22

Companies Act 1943

NOTICE OF CHANGE OF COMPANY NAME

Section 30 (5)

Notice is hereby given that.....Limited (or No Liability) has
by a special resolution of the company and with the approval of the Registrar of
Companies signified in writing changed its name to.....Limited
(or No Liability).

Dated this.....day of.....19.....

.....
Registrar of Companies
(or) Director or Secretary

Note — (1) An advertisement in the above form must be effected by the
company in an approved newspaper within fourteen days of the filing of the
notice of special resolution for change of name. (2) Notice in the *Gazette* will
be inserted by the Registrar. (3) The above form should be forwarded to the
Registrar in triplicate with the notice of special resolution, etc.

Sch. I

FORM No. 23

Companies Act 1943

**APPLICATION OF A COMPANY FOR REGISTRATION AS A
PROPRIETARY COMPANY**

Pursuant to Section 37 (4)

To the Registrar of Companies,

.....Limited, hereby makes application to be registered as
a proprietary company under the provisions of the *Companies Act 1943*, the
name being.....(Pty.) Limited, and for the issue of a certificate of
incorporation in such name.

Dated this.....day of.....19.....

.....
Director or Solicitor

FORM No. 24

Companies Act 1943

**DECLARATION IN SUPPORT OF APPLICATION FOR
REGISTRATION AS A PROPRIETARY COMPANY**

Pursuant to Section 37 (4)

I,.....of.....
being (Director or Manager).....of.....
Limited do solemnly and sincerely declare as follows: —

(1) That I am the.....of.....
Limited.

(2) That the document forwarded herewith and marked “A” is a copy of a
special resolution passed by the said company on.....day of.....
19.....

(3) That the Memorandum (or Articles of Association) of the said
company —

- (a) limits the number of its members (exclusive of persons who are in
the employment of the company, and of persons who, having been
formerly in the employment of the company, were, while in such

- employment and have continued after the determination of such employment, to be members of the company) to twenty-one; and
- (b) prohibits any invitation to the public to subscribe for any shares, debentures, stock, or bonds of the company; and
 - (c) prohibits the company from receiving deposits, except from its members for fixed periods or payable at call, whether bearing or not bearing interest.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Declared at
 thisday
 of.....19.....
 Before me

Note — The application (Form 23) the copy of the special resolution altering the articles and the name of the company must be filed with this form. In the case where the articles of a company already conform to the requirements, paragraph (2) above should be omitted.

FORM No. 25

Western Australia Royal Arms

Companies Act 1943

CERTIFICATE OF INCORPORATION OF A PROPRIETARY COMPANY

This is to certify that.....Limited, which was on the day of 19..... incorporated under the Companies Act as a limited company, and which on the.....day of.....19....., complied with the requirements of the *Companies Act 1943*, relating to proprietary companies, is a proprietary company under the name of.....

Sch. I

Given under my hand and seal at Perth this.....day
of.....19.....

.....
Registrar of Companies

FORM No. 26

Companies Act 1943

**NOTICE OF SPECIAL RESOLUTION ON CONVERSION OF
PROPRIETARY COMPANY TO PUBLIC COMPANY**

Pursuant to Section 37 (6)

To the Registrar of Companies.

Notice is hereby given that a general/extraordinary meeting of.....
Proprietary, Limited, convened and held at.....
on the.....day of.....19.....,
at o'clock in the noon the following special resolutions were duly
passes: —

- (1) That the word “proprietary” be omitted from the Company’s name;
- (2) That the company be a public company.

Dated this.....day of.....19.....

.....
Chairman of Meeting

(A statement in lieu of prospectus in the form in the Fourth Schedule to the
Act and the statutory declaration which the company (if a public company)
would have had to file before commencing business must be filed with the
special resolution.)

FORM No. 27

Companies Act 1943

**DECLARATION ON CONVERSION OF PROPRIETARY COMPANY
TO A PUBLIC COMPANY**

Pursuant to Section 37 (6)

(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I.....of.....
being (a).....of.....
Limited, do solemnly and sincerely declare: —

That every director of the said company has paid to the said company out of his own moneys 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 for which the consideration is payable in cash.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Declared at.....in
the State of Western Australia
this.....
day of.....
One thousand nine hundred and.....
Before me.....

(a) “the secretary” or “a director.”

FORM No. 28

Companies Act 1943

**CERTIFICATE OF CONVERSION OF PROPRIETARY COMPANY TO
PUBLIC COMPANY**

Pursuant to Section 37 (6) and 38 (1)

This is to certify that.....was on the.....day
of.....19....., incorporated under the *Companies Act 1943*,
as a proprietary company, and that on the.....day
of.....19....., the company complied with the

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provisions of the said Act and became a public company under the name
of.....

Given under my hand and seal at Perth in the said State of Western Australia
this.....day of.....19.....

.....
Registrar of Companies

FORM No. 29

Companies Act 1943

**CONSENT TO ACT AS TRUSTEE FOR HOLDERS OF DEBENTURES
OR AS AUDITOR OR SOLICITOR**

Pursuant to Section 47 (4)

I (or We).....the undersigned, hereby testify my (or our)
consent to act in the capacity set out below in relation to
Limited (or No Liability).

Signature	Address	Description	Capacity

Dated this.....day of.....19.....

Certificate

I,....., of.....
being (a)....., do hereby certify the above to be a true
copy of the written consent held by me and signed by the persons named therein
and named in a prospectus dated the.....day
of.....19....., issued by or on behalf
of the abovenamed (b).....company.

Dated this.....day of.....19.....

Signature.....

- (a) Insert “a solicitor engaged in the formation of.....
Limited, an intended company” or “a proposed director of.....
Limited, an intended company,” or “a director of.....Limited.”
- (b) Insert “intended” if appropriate.

FORM No. 30

Companies Act 1943

RETURN OF ALLOTMENTS OF SHARES MADE FROM

THEDAY OF.....19.....,

TO THEDAY OF.....19.....

Pursuant to Section 56 (1)

(..... Limited)

1. Number of shares allotted payable in cash (a) £
Nominal amount of the shares so allotted
Amount paid or due and payable on allotment on each £
share.....
2. Number of shares allotted or a consideration other than £
cash (a)
Nominal amount of the shares so allotted
Amount to be deemed to be paid on each such share..... £

The consideration for which such shares have been allotted is as follows —

3. The names, addresses, and descriptions of the allottees of shares in the said company are as follows: —

Surname	Christian or other Name	Address	Description	Number of Shares Allotted					
				Preference		Ordinary		Other Kinds	
				Cash	Other-wise	Cash	Other-wise	Cash	Other-wise

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--	--	--	--	--	--	--	--	--

Dated this.....day of.....19.....

.....

Director or Secretary

(a) Where the capital of the company is divided into shares of different classes, the class of share to which each share comprised in the allotment belongs should be stated.

Note — When a return includes several allotments made on different dates, the dates of only the first and the last of such allotments should be entered at the top of the return, and the return should be filed in the Office of the Registrar of Companies within one month of the first date. When the shares in respect of which the return is filed were allotted on the one day, that date should be inserted. Each return must not cover a greater period than one month from the date of the first allotment.

Penalty for default: A fine not exceeding £20 for every day during which default continues.

FORM No. 31

Companies Act 1943

**STATEMENT WHEN THE CONTRACT IS NOT REDUCED TO
WRITING AND THE ISSUE OF SHARES IS MADE PURSUANT TO A
PROVISION IN THE MEMORANDUM OR ARTICLES**

Pursuant to section 56 (1) (b)

(Limited)

1. The issue ofshares to.....
of.....on the.....day

of 19 is made in fulfilment of the terms of a contract not reduced to writing and pursuant to the following provision(s) in the Memorandum or Articles, viz. (a).....

2. The particulars of the consideration in respect of which the allotment of shares was made are as follows: —

- (i) *If the consideration is payable in respect of services rendered set out full details of the services.*
- (ii) *If the consideration is payable in respect of a sale of property or agreement for a sale of property particulars should be given in the form of the following table showing full details of each item and if necessary how the consideration is apportioned between the respective items: —*

<i>Equitable estate or interest in freehold and leaseholds whether in Western Australia or elsewhere (which includes hereditaments subject to a legal mortgage)</i>	£
<i>Patents licenses trade marks and copyrights.....</i>	£
<i>Goodwill.....</i>	£
<i>Fixtures and fittings.....</i>	£
<i>Benefit of contracts.....</i>	£
<i>Book and other debts (including money on deposit at Bank or elsewhere)</i>	£
<i>Other property, viz.....</i>	£
<i>Total.....</i>	£

Any other terms of the sale or agreement for sale should be set out.

- (iii) *If the consideration is payable partly in respect of a sale of property or agreement for sale of property and partly in respect of some other consideration state fairly how much of the amount of the consideration is attributable to each apportioning the amount of the consideration attributable to the sale of property to the heads indicated in paragraph (ii) above.*

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- (iv) *Where the consideration is the assumption by the purchaser of liabilities to third persons the amount of the liability to each person and the total amount of such liabilities should be set out.*

Dated this.....day of.....19.....

.....

Director or Secretary

- (a) "Clause(s) numbered.....in Memorandum" or "Article(s) numbered....."

Note — This statement should be filed within one month of the date of the first allotment. The penalty for default is a fine not exceeding £20 for every day during which default continues.

.....

In cases where the allotment of shares for a consideration other than cash is made pursuant to a contract with the allottee not reduced to writing and the issue of the shares is made pursuant to a provision in the Memorandum or Articles the company shall within one month after the allotment file in the office of the Registrar of Companies particulars of the contract as set out in the above form.

.....

FORM No. 32

In cases where a contract such as is mentioned in paragraph (b) of subsection (1) of section 56 is not reduced to writing the company shall within one month after the allotment file in the office of the Registrar of Companies particulars of the contract as set out in the following form: —

Companies Act 1943

**PARTICULARS OF CONTRACT WHEN THE ISSUE OF SHARES IS
MADE PURSUANT TO A CONTRACT NOT REDUCED TO WRITING**

Pursuant to section 56 (1) (b)

(..... Limited)

1. The issue of.....shares to.....
of.....on the.....day

of.....19.....is made in fulfilment of the terms of a contract not reduced to writing.

2. The particulars of the consideration in respect of which the allotment of shares was made are as follows: —

(See notes to paragraph 2 of Statement Form No. 31.)

Dated this.....day of.....19.....

.....
Director or Secretary

Note — This statement should be filed within one month of the date of the first allotment. The penalty for default is a fine not exceeding £20 for every day during which default continues.

FORM No. 33

Companies Act 1943

STATEMENT OF THE AMOUNT OR RATE PER CENTUM OF COMMISSION AGREED TO BE PAID IN RESPECT OF SHARES AND OF THE NUMBER OF SHARES WHICH PERSONS HAVE AGREED FOR A COMMISSION TO SUBSCRIBE ABSOLUTELY

Pursuant to section 57 (1) (c) (ii) and 57 (1) (d)

(..... Limited)

Commission.

1. The Article of Association authorising payment of Commission is 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 £.....or

3. The rate of such commission is.....per centum.

4. The date of circular or notice, if any (not being a prospectus) inviting subscriptions for the shares and disclosing the amount or rate of the commission was.....

5. The date when such commission is payable is.....

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

Dated this.....day of.....19.....

Note — This statement should be filed before payment of the commission.

NOTICE OF INCREASE IN SHARE CAPITAL BEYOND THE REGISTERED CAPITAL

Pursuant to section 66

(..... Limited)

1..... Limited hereby gives notice that
by a resolution of.....
of.....19..... the nominal share capital of the
company was increased by the addition thereto of the sum of.....
pounds divided into.....shares of.....
each beyond the registered capital ofpounds.

2. The additional capital is divided as follows: —

Number of Shares	Class of Shares	Nominal Amount of each Share

3. The conditions (e.g. voting rights, dividends, etc.) subject to which the
new shares have been or are to be issued are as follows: —

4. The rights attached to the preference shares or to each class of preference
shares forming part of the original or increased capital of the company are: (a) .
.....

Dated this.....day of.....19.....

.....
Director or Secretary

(a) Set out here the rights attached to such preference shares with respect to
repayment of capital, participation in surplus assets and profits, cumulative or
non-cumulative or other class of dividend, voting and order of priority for
payment of capital and dividend in relation to the other classes of shares or
preference shares (as the case may be).

Note — This notice should be filed in the office of the Registrar of
Companies within twenty-eight days of the passing of the resolution
accompanied by a typewritten or printed copy of the resolution authorising the
increase. The penalty for default is a fine not exceeding £50.

A copy of the above notice must be inserted in the *Gazette* by the company.

Sch. I

FORM No. 36

Companies Act 1943

NOTICE OF REDUCTION IN CAPITAL

Pursuant to section 71 (3)

.....Limited hereby gives notice that on the.....day
of.....19....., the company passed a special resolution (a copy of
which appears hereunder) for reducing its share capital, and that the company
intends to apply to the Supreme Court for an order confirming the said
resolution.

Special Resolution

(Set out text of resolution)

Dated this.....day of.....19.....

.....

Director, or Manager, or Secretary

Note — The above notice must be published by the company in a Perth daily
newspaper twice at intervals of one week between such publications
commencing within seven days of the passing of the special resolution.

FORM No. 37

Companies Act 1943

CERTIFICATE OF REDUCTION OF CAPITAL

Pursuant to section 75 (4)

This is to certify that an Order of the Supreme Court dated the.....
day of.....19....., confirming the reduction
of capital of.....Limited, and a minute approved by the
Supreme Court showing the particulars required by section 75 of the said Act
have been this day registered by me.

Given under my hand and seal at Perth in the State of Western Australia
this.....day of.....19.....

.....

Registrar of Companies

FORM No. 38

Companies Act 1943

**NOTICE OF SITUATION OF REGISTERED OFFICER AND OF THE
DAYS AND HOURS DURING WHICH SUCH OFFICE IS ACCESSIBLE
TO THE PUBLIC**

Pursuant to section 99 (4)

(..... Limited)

To the Registrar of Companies,

Notice is hereby given that the registered office of
Limited is situated atand that the days and hours during
which such office is accessible to the public are as follows: —

Dated this.....day of.....19.....

.....

Director or Secretary

Note — Section 99 (3) requires the registered office to be accessible to the
public for not less than four hours between the hours of eight o'clock in the
morning and ten o'clock in the evening each day on at least two days in each
week.

This notice should be filed in the office of the Registrar of Companies within
fourteen days of the date on or before which the company must have a
registered office in Western Australia (see section 99 (1)).

The penalty for default is a fine not exceeding £50.

Notice in similar form to the above should within fourteen days of the
lodgment with the Registrar be advertised by the company once in the *Gazette*
and in daily newspaper published in Perth, or in that part of the State in which
such office is situated.

Sch. I

FORM No. 39

Companies Act 1943

**NOTICE OF CHANGE IN SITUATION OR REGISTERED OFFICE
AND/OR OF THE DAYS AND HOURS SUCH OFFICE IS ACCESSIBLE
TO THE PUBLIC**

Pursuant to section 99 (4)

(..... Limited)

Notice is hereby given that (a).....

(1) the registered office of.....Limited was
on the.....day of19.....,
changed to and is now situated
at.....

(2) the days and hours during which the registered office of.....
Limited is accessible toof.....19.....
as follows: —

Dated this.....day of.....19.....

.....
Director or Secretary

(a) Of the following paragraphs, strike out that which does not apply.

Note — This notice should be filed in the office of the Registrar of
Companies within fourteen days of the date of the change.

The penalty for default is a fine not exceeding £50.

Notice in similar form to the above should within fourteen days of the
lodgment with the Registrar be advertised by the company once in the *Gazette*
and in a daily newspaper published in Perth or in that part of the State in which
such office is situated.

FORM No. 40

Companies Act 1943

**DECLARATION OF COMPLIANCE WITH CONDITIONS BY A
COMPANY WHICH HAS ISSUED A PROSPECTUS INVITING THE
PUBLIC TO SUBSCRIBE FOR ITS SHARES**

Pursuant to section 102 (1)

(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I,.....of.....
being (a).....of.....
Limited do solemnly and sincerely declare that —

(1) The amount of the share capital of the company offered to the public for subscription is £.....

(2) The amount stated in the prospectus as the minimum amount which in the opinion of the directors must be raised by the issue of share capital in order to provide for the matters specified in subparagraph (i) of paragraph (5) of Part A of section 47 of the abovementioned Act, is £

(3) Shares held subject to the payment of the whole amount thereof in cash have been allotted to the amount of £.....

(4) Every director of the company has paid to the company out of his own moneys 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 of the shares offered for public subscription.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

State of Western Australia
this.....
day of.....
One thousand nine hundred and.....
Before me.....

}

(a) “The secretary” or “a director” or other principal executive officer.

Note — This statutory declaration must be filed before the company commences business or exercises any borrowing powers.

FORM No. 41

Companies Act 1943

**DECLARATION OF COMPLIANCE WITH CONDITIONS BY A
COMPANY WHICH HAS NOT ISSUED A PROSPECTUS INVITING
THE PUBLIC TO SUBSCRIBE FOR ITS SHARES**

Sch. I

Pursuant to section 102 (2)
(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I,..... of.....
being (a).....of.....
Limited do solemnly and sincerely declare —

That every director of the company has paid to the company out of his own moneys 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 for which the consideration is payable in cash.

And I make this solemn declaration by virtue of section 106 of the *Evidence Act 1906*.

Declared at.....in
the State of Western Australia
this.....
day of.....
One thousand nine hundred and.....
Before me.....

(a) “a secretary” or “a director” or other principal executive officer.

Note — This statutory declaration must be filed before the company commences business or exercises any borrowing powers.

FORM No. 42

Companies Act 1943

**CERTIFICATE OF REGISTRAR OF COMPLIANCE WITH
SUBSECTION (1) or (2) of SECTION 102**

Pursuant to Section 102 (3)

This is to certify that.....Limited has complied with
subsection (1) (or (2)) of section 102 of the abovementioned Act.

Given under my hand and seal at Perth in the State of Western Australia
this.....day of.....19.....

.....
Registrar of Companies

FORM No. 43

Companies Act 1943

NOTICE OF RECTIFICATION OF REGISTER OF MEMBERS

Pursuant to section 107 (4) and 356
(Limited)

To the Registrar of Companies,

..... Limited hereby gives notice that on the.....
day of.....19....., an order was made by the Supreme Court
for the rectification of the (a) register of members of the said company in the
following terms: (b).....

Dated this.....day of.....19.....

.....
Director or
Secretary or Local Agent

(a) If notice is given pursuant to section 356 add the word "local." (b)
Insert particulars of rectification as in order.

FORM No. 44

Companies Act 1943

**NOTICE OF SITUATION OF OFFICE WHERE BRANCH REGISTER
OF MEMBERS IS KEPT**

Pursuant to section 110 (2)
(Limited)

To the Registrar of Companies,

Sch. I

.....Limited hereby gives notice that in accordance with section 110 of the *Companies Act 1943*, and by the authority of Article.....
.....in the Articles of Association of the said company a branch register of members is as from theday of.....19.....
being kept at.....

Dated this.....day of.....19.....

.....
Director or Secretary

Note — This notice should be filed within fourteen days of the opening of the office. The penalty for default is a fine not exceeding £20 and in addition £5 for every day during which default continues.

FORM No. 45

Companies Act 1943

**NOTICE OF CHANGE OF SITUATION OF OFFICE WHERE BRANCH
REGISTER OF MEMBERS IS KEPT**

Pursuant to Section 110 (2)
(..... Limited)

To the Registrar of Companies,

.....Limited hereby gives notice in accordance with Section 110 of the *Companies Act 1943*, that as from the.....day of
.....19..... a branch register of members formerly kept at (a)..... is now kept at (b).....

Dated this.....day of.....19.....

.....
Director or Secretary

(a) Insert former address.

(b) Insert new address.

Note — This notice should be filed within fourteen days of the change of the office.

The penalty for default is a fine not exceeding £20 and in addition £5 for every day during which default continues.

FORM No. 46

Companies Act 1943

NOTICE OF DISCONTINUANCE OF BRANCH REGISTER OF MEMBERS

Pursuant to Section 110 (2)

(Limited)

To the Registrar of Companies,

.....Limited hereby gives notice in accordance with Section 110 of the *Companies Act 1943*, that as from the.....day of.....19....., a branch register of members formerly kept at (a).....has been discontinued.

Dated this.....day of.....19.....

.....
Director or Secretary

(a) Insert address.

Note — This notice should be filed within fourteen days of the closure of the office.

The penalty for default is a fine not exceeding £20 and in addition £5 for every day during which default continues.

FORM No. 47

Companies Act 1943

STATUTORY REPORT

Pursuant to Section 115

(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.....

Sch. I

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 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. (a) The total amount of cash received in respect of shares allotted (excepting those partly paid up for a consideration other than cash) is £.....

(b) The total amount of cash received in respect of shares allotted as partly paid up for a consideration other than cash is £.....

5. The receipts and payments of the company on capital account up to the.....day of.....19....., being a date within fourteen days of the date of this report are as follows: —

ABSTRACT OF RECEIPTS	ABSTRACT OF PAYMENTS
£ s. d.	£ s. d.
Receipts from shares	
Receipts from debentures	
Receipts from (set out other sources)	

6. The balance of the receipts of the company remaining in hand is £.....

7. The following is an account (or estimate) of the preliminary expenses of the company: —

£ s. d.

8. The names, addresses and descriptions of the directors, auditors (if any), managers (if any) and secretary of the company are as follows: —

Directors			
Surname	Christian Names	Address	Description

Auditors

Surname	Christian Names	Address	Description

Managers

Surname	Christian Names	Address	Description

Secretary

Surname	Christian Names	Address	Description

9. Particulars of any contract the modification of which is to be submitted to the meeting for its approval, together with the particulars of the modification or proposed modification are as follows: —

Certificate of Directors

We, the undersigned, do hereby certify that the above report is correct.

} Directors (a).

Certificate of Auditors

We, the undersigned, being the auditors of the said company do hereby certify that the above report so far as it relates to the shares allotted by the company and to the cash received in respect of such shares and to the receipts and payments of the company on capital account is correct.

Sch. I

} Auditors.

Dated this.....day of.....19.....

(a) This certificate must be completed by not less than two directors of the company or where there are less than two directors by the sole director or manager.

Note — A copy of this report duly certified should be filed in the office of the Registrar of Companies forthwith after the sending thereof to the members of the company.

FORM No. 48

Companies Act 1943

COPY OF RESOLUTION OR AGREEMENT

Pursuant to Section 121

(Limited)

I,.....of.....
do hereby certify that at a general meeting of the members of.....
Limited, duly convened and held at.....on the.....
day of19..... the following (a).....
was duly passed or adopted: —

(Copy of resolution or agreement)

Dated this.....day of.....19.....

.....
Chairman of the Meeting

(a) “Special resolution,” “resolution” or “agreement.”

Note — A copy of every resolution or agreement to which section 121 applies must be filed in the office of the Registrar of Companies within twenty-eight days after the passing or making thereof. Notice of Special Resolution for Voluntary Winding-up should be in Form 58. Notice of Special Resolution for change of company name should be in Form 18 or 26.

Penalty for default: A fine not exceeding £2 for every day during which default continues.

FORM No. 49

Companies Act 1943

CONSENT TO ACT AS DIRECTOR OF A COMPANY

Pursuant to Section 146 (1) (a)

(Limited)

To the Registrar of Companies,

I,.....the undersigned hereby testify my
consent to act as a director of.....Limited.

Sch. I

Signature (a)	Address	Description

Dated this.....day of.....19.....

(a) This consent may be signed by an agent authorised in writing in which case the authority must be produced and a copy filed.

Note — This consent must be filed in the office of the Registrar of Companies before the registration of the Articles of Association or the publication of a prospectus or the filing of the statement in lieu of prospectus (as the case may be), naming the person consenting as a director or proposed director of a company.

FORM No. 50

Companies Act 1943

**UNDERTAKING BY DIRECTOR TO TAKE AND PAY FOR
QUALIFICATION SHARES**

Pursuant to Section 146 (1) (b) (III)

()

To.....Limited.

I,.....of.....do
hereby undertake to take from the abovenamed company and to pay
for.....shares of £.....
each in the capital of the said company, being such number of shares as is
required by the provisions of the articles of association of the said company for
the qualification of a director of the company.

Datedthis.....day of.....19.....

.....

Signature

(Witness).....

(Address and Description).....

Note — This undertaking may be signed by an agent authorised in writing in which case the authority must be produced and a copy filed.

FORM No. 51

Companies Act 1943

**DECLARATION AS TO REGISTRATION OF A DIRECTOR'S
QUALIFICATION SHARES**

Pursuant to Section 146 (1) (iv)
(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I,.....of.....
in the State of Western Australia being (a).....of.....
Limited do solemnly and sincerely declare: —

(1) That the articles of association of the said company provide that the director's qualifications shall be the holding of.....shares in the company.

(2) That.....shares in the said company are registered in (b).....in the register of members of the said company.

And I make this solemn declaration by virtue of Section 106 of The
“*Evidence Act 1906*.”

Declared at.....in
the State of Western Australia
this.....
day of.....
One thousand nine hundred and....
Before me.....

(a) “A director” or “the agent authorised in writing by.....of
.....a director.” (b) “My name” or “the name of the
said.....”

Sch. I

Note — This statutory declaration may be made by an agent authorised in writing in which case the authority must be produced and a copy filed.

FORM No. 52

Companies Act 1943

**LIST OF PERSONS WHO HAVE CONSENTED TO BE DIRECTORS
OF A COMPANY**

Pursuant to Section 146 (3)

(Limited)

To the Registrar of Companies.

I, (a).....the
applicant for registration of the memorandum and articles of.....
Limited hereby give notice that the undermentioned persons have consented to
be directors of the said company.

Name	Address	Description

Dated this.....day of.....19.....

.....

Applicant

(a) Insert name, address and description.

FORM No. 53

Companies Act 1943

**RETURN OR PARTICULARS IN THE REGISTER OF DIRECTORS
AND NOTIFICATION OF ANY CHANGE THEREIN**

Pursuant to section 150 (2)
(Limited)

The present Christian or other Name or Names and Surname	Any former Christian or other Name or Names or Surname	Nationality	Nationality of origin (if other than the present Nationality)	Usual Residential Address	Business Occupation (if any) (a), if none state so	Changes and dates of Changes

Dated this.....day of.....19.....

.....

Director or Secretary

(a) In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

Note —

(1) On a change of director or in the particulars relating to a director, a complete list of the directors shown as existing in the last return as well as any new director, should be given and a note made in the appropriate column showing the nature of the change, e.g., “died,” “resigned” or in the case of a new director “appointed in place of.....” (or as the case may be) and the date on which the change took place.

(2) Director includes any person occupying the position of director by whatever name called, and any person in accordance with whose direction or instructions the directors of a company are accustomed to act.

(3) (a) This return should in the case of a new company be filed within fourteen days from the appointment of the first directors of the company, and on any change among directors or in particulars relating to a director, within fourteen days from the happening thereof; but

(b) where the return relates to the appointment of a director (whether one of the first directors or a director appointed on a change of directors) not resident in the Commonwealth of Australia, the period within which it should be filed is three months from the date of the appointment.

Sch. I

The penalty for default is a fine not exceeding £20 and in addition a daily fine not exceeding £5 for every day during which default continues.

FORM No. 54

Companies Act 1943

NOTICE TO DISSENTING SHAREHOLDERS

Pursuant to section 160 (1)

((a) Limited)

To (c)

Whereas on the.....day of.....19.....
(b).....made an offer to all the holders of (d).....
shares in (a).....Limited of (aa).....and
whereas up to the.....day of.....19.....
being a date within four months of the date of making thereof such offer was
approved by the holders of not less than four-fifths in value of the (d).....
shares in the said company. Now therefore the said (b).....in
pursuance of the provisions of section 160 (1) of the *Companies Act 1943*,
hereby gives you notice that it the said (b).....desires
to acquire the (d).....shares in the said (a).....held by
you.

And further take notice that unless upon an application made to the Court by
you the said (c).....on or before the.....
day of.....19..... being one month from the
date on which this notice is given the Court thinks fit to order otherwise the said
(b).....will be entitled and bound to acquire the (d).....
shares held by you in the said (a).....on the terms of the
abovementioned offer approved by the approving (d).....shareholders
in the said company.

(Sgd.).....(e)

for (b).....

Dated this.....day of.....19.....

(a) Name of transferor company. (aa) State shortly the nature of offer. (b)
Name of transferee company. (c) Name and address of dissenting
shareholder. (d) If the offer is limited to a certain class or classes of

shareholders, insert particulars of the shares. (e) State whether director, manager or secretary.

FORM No. 55

Companies Act 1943

ANNUAL RETURN OF A NO-LIABILITY COMPANY

Pursuant to section 163

Annual Return of the.....No Liability, made up to the 31st day of March, 19.....

1. The address of the registered office of the company is as follows: —

Summary of Share Capital and Shares

2. Nominal Share Capital £.....divided into (a)..... shares of £.....each.....shares of £.....each.

3. Total number of shares taken up (a) to the.....day of..... 19....., being the date of the return.

4. Number of shares issued subject to payment wholly in cash..

Number of shares issued as fully paid up otherwise than in cash.....

Number of shares issued as partly paid up to the extent of £.....per share otherwise than in cash.....

Number of.....shares (if any) issued at a discount.....

5. Total amount (if any) agreed to be considered as paid £ on.....shares which have been issued as fully paid up otherwise than in cash.....

6. Total amount (if any) agreed to be considered as paid £ on.....shares which have been issued as partly paid up to the extent of.....per share otherwise than in cash.....

7. (a)....There has been called up on each of.....shares..... £ and the call numbers are (a)

(b)....Total amount of calls received, including payments on £

Sch. I

- application and allotment (b)
8. Date each call made since last return (in case of first return, since incorporation) was payable.....
 9. Dates since last return or incorporation when shares forfeited under section 164 were offered for sale, and the place of offer
 10. Number of shares sold at each sale of forfeited shares made since last return or (in case of first return) since incorporation
 11. Number of shares unsold at each offer for sale of forfeited shares made since last return, or (in case of first return) since incorporation
 12. Particulars of all sales or dealings with shares under section 167 since date of last return, or (in case of first return) since incorporation
 13. Total amount of the sums (if any) paid by way of £ commission in respect of any shares or debentures.....
 14. Particulars with respect to persons who at date of return are (c) directors of the company —

The present Christian Name or Names and Surname	Any former Christian Name or Surname	Nationality	Nationality of Origin (if other than the present Nationality)	Usual Residential Address	(d) Other Business Occupation (if any). If none, state so

15. Total amount of indebtedness of the company in respect of mortgages and charges affecting the property of the company £
16. Name of every auditor of the company for the time being —
17. List of names, addresses and occupations of the present holders of debentures which do not constitute a charge on the assets of the company, and same particulars as are applicable to debentures and as are required in relation to

shares in items 2 to 9 (inclusive) of this return. Particulars must also be given of the number and value of debentures redeemed since date of last return. (e)

Dated this.....day of.....19.....

.....
Director or Manager

(a) Where there are shares or calls of different kinds or amounts (e.g., Preference and Ordinary of £1 or 1s.) state class, number and nominal values and amounts separately, as the case may be. (b) Include what has been received on forfeited as well as existing shares. (c) "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. (d) In the case of an individual who has no business occupation, but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered. (e) Attach separate list, or state "Nil" if this does not apply.

Note —

1. A copy of the last balance sheet must accompany and form part of this return and must be certified by a director or manager of the company to be a true copy, and shall be accompanied by a copy of the report of the auditors thereon certified in the same way as the balance sheet.

2. The return must be filed within twenty-eight days after the 31st March in each year.

FORM No. 56

Companies Act 1943

NOTICE OF APPOINTMENT OF OFFICIAL LIQUIDATOR

Pursuant to Section 200 (6)
(Limited)

To the Registrar of Companies,

I, (a).....hereby give notice that by order of the Court dated the.....day of.....
19..... I (a)was appointed
official liquidator(s) of.....Limited.

Sch. I

Dated this.....day of.....19.....

.....
Official Liquidator(s)

(a) Or “we.”

Note — This notice must be signed by each official liquidator and must be filed with the Registrar within 14 days from the making of the Order of Appointment.

FORM No. 57

Companies Act 1943

REPORT OF ORDER DISSOLVING COMPANY

Pursuant to Section 230 (2)
(..... Limited)

To the Registrar of Companies,

I,.....of.....
the official liquidator of Limited hereby report
that by order of the Court dated theday of.....19.....
a copy of which is annexed hereto the said company was dissolved.

Dated this.....day of.....19.....

.....
Official Liquidator

Note — This report should be filed in the office of the Registrar of Companies within fourteen days from the date of the order. The penalty for default is a fine of £5 and also a daily fine of £1 for every day during which default continues.

FORM No. 58

Companies Act 1943

**NOTICE OF SPECIAL RESOLUTION FOR VOLUNTARY WINDING
UP**

Pursuant to Section 232 (1)

Notice is hereby given that at a general meeting of.....
Limited (or No Liability) duly convened and held at.....
on the.....day of.....
at.....o'clock in the.....
noon the following special resolution was duly passed: —

“That the company would be wound up voluntarily, etc.”

Dated this.....day of.....19.....

.....
Chairman of Meeting

Note — The above notice must be advertised in the *Gazette* and a copy thereof certified by the chairman of the meeting filed in the office of the Registrar within 14 days of the date of passing the special resolution. The penalty for default is a fine not exceeding £20 and also a daily penalty of £2 for every day during which default continues.

FORM No. 59

Companies Act 1943

**DECLARATION OF SOLVENCY IN A MEMBERS' VOLUNTARY
WINDING UP**

Pursuant to Section 236

(..... Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

We,.....of.....
being (a).....directors of.....
Limited do solemnly and sincerely declare that we have made a full inquiry into the affairs of the said company and that having so done we have formed the opinion that the company will be able to pay its debts in full within a period not exceeding twelve months from the commencement of the winding up.

And we make this solemn declaration by virtue of Section 106 of “The *Evidence Act 1906*.”

Sch. I

Declared by the abovenamed at
.....
in the State of Western Australia
this day of.....
One thousand nine hundred
and.....
Before me

(a) "All the" or "the majority of the."

Note — This declaration is to be made by the directors of the company or in the case of a company having more than two directors it may be made by the majority of the directors.

This declaration will have no effect for the purposes of Part VII of the Act unless it is filed with the Registrar of Companies before the date on which the notices of the meeting at which the resolution for the winding up of the company is to be proposed are sent out.

FORM No. 60

Companies Act 1943

**RETURN OF THE SUMMONING AND/OR HOLDING OF FINAL
MEETING IN A MEMBERS' VOLUNTARY WINDING UP OR A
CREDITORS' VOLUNTARY WINDING UP**

Pursuant to Section 242 (3) and Section 251 (3)
(Limited)

To the Registrar of Companies,

I (a).....of.....
being the liquidator(s) of.....
Limited hereby inform you that (b).....

(1) At a general meeting of the said company duly summoned for and held on the day of.....19..... pursuant to (c)..... of the *Companies Act 1943*, for the purpose of having an account (a copy of which is attached hereto) laid before it showing how the winding up of the company has been conducted and the property of the company disposed of the said account was laid before such meeting accordingly.

(2) A general meeting of the said company having been duly summoned for the.....day of.....19..... pursuant to (c).....of the *Companies Act 1943*, the purpose of having an account (a copy of which is attached hereto) laid before it showing how the winding up of the company has been conducted and the property of the company has been disposed of, no quorum was present at the meeting.

Dated this.....day of.....19.....

Liquidator(s)

(a) Or “We.” (b) Of the two following paragraphs, strike out that which does not apply. (c) “Section 242” or “Section 251” as the case may be.

Note — This return should be filed in the office of the Registrar of Companies within fourteen days after a general meeting of the company called as required by section 242 (2) or section 251 (a) for the purpose of laying before it an account of the winding up.

This return must be accompanied by a copy of the account of the liquidator showing how the winding up has been conducted and the property of the company has been disposed of.

FORM No. 61

Companies Act 1943

NOTICE OF APPOINTMENT OF LIQUIDATOR(S) IN A VOLUNTARY WINDING UP

Pursuant to section 256 (1)

(Limited)

To the Registrar of Companies,

I,.....of..... hereby give notice that by (a).....have been appointed Liquidator(s) of.....Limited as from the..... day of.....19.....and that the situation of the office of such liquidator(s) is as follows: —

I certify that I am not —

(i) a director or officer or employee of the company; or

Sch. I

- (ii) a person who is a partner of or in the employment of an officer of a director or employee of the company; or
- (iii) a person who is indebted to the company in an amount exceeding two hundred and fifty pounds.

Dated this.....day of.....19.....

.....
Liquidator(s)

(a) State whether by resolution of the company or how otherwise.

Note —

1. This notice must be filed in the office of the Registrar of Companies within fourteen days after the appointment.

2. The above form will require amendment in the case of the appointment of more than one liquidator for the company.

FORM No. 62

Companies Act 1943

**NOTICE OF CHANGE OF OFFICE OF LIQUIDATOR(S) IN A
VOLUNTARY WINDING UP**

Pursuant to Section 256 (2) (a)
(Limited)

To the Registrar of Companies,

I,.....of.....
being (a) of.....of.....
Limited hereby give notice that on the.....day of.....
19..... the situation of my office was changed to.....

Dated this.....day of.....19.....

.....
Liquidator

(a) “The liquidator” or “one of the liquidators.”

Note — This notice should be filed in the office of the Registrar of Companies within twenty-one days of the date of the change.

FORM No. 63

Companies Act 1943

CONSENT OF LIQUIDATOR TO ACT

Pursuant to Section 284 (3)

To the Registrar of Companies,

Notice is hereby given that I (or we) (full name(s)) of
(full address(es)).....
do consent to act as liquidator(s) of.....
Limited (or No Liability).

Dated this.....day of.....19.....

.....
Liquidator(s)

Note — This form must be filed by the liquidator(s) within fourteen days
after his (or their) appointment.

FORM No. 64

Companies Act 1943

**NOTICE BY LIQUIDATOR OF MONEY TO BE PAID TO
“COMPANIES LIQUIDATION ACCOUNT”**

Pursuant to Section 290 (1)

To the Registrar of Companies,

Notice is hereby given that amounts set out in the following schedule
represent monies unclaimed or undistributed. The amount of £.....
is forwarded herewith to be paid to the credit of “Companies Liquidation
Account,” pursuant to section 290 of the *Companies Act 1943*.

Schedule

Creditors — £

(Here set out full particulars of each creditor whose
dividend has been unclaimed or undistributed)

Shareholders — £

(Here set out full particulars of each shareholder whose
dividend has been unclaimed or undistributed)

Sch. I

Miscellaneous Amounts (set out particulars) £

Total £

Dated this.....day of.....19.....

.....
Liquidator(s)

FORM No. 65

Companies Act 1943

**CERTIFICATE OF RECEIPT OF MONEY PAID TO “COMPANIES
LIQUIDATION ACCOUNT”**

Pursuant to section 290 (1)

I, the Registrar of Companies, do hereby certify that on the . .
..... day of 19 the sum of was
received by me from the liquidator of to be paid
by me to the credit of the “Companies Liquidation Account.”

Dated this.....day of.....19.....

.....
Registrar of Companies

FORM No. 66

Companies Act 1943

**CERTIFICATE OF LIQUIDATOR AS TO ENTITLEMENT TO MONEY
PAID TO “COMPANIES LIQUIDATION ACCOUNT”**

Pursuant to section 290 (4)

To the Registrar of Companies,

I,.....of.....

liquidator of.....Limited (or No Liability) do hereby certify that.....of..... is entitled to the sum of £.....which amount forms portion of the total monies paid by me to the Registrar of Companies on the..... day of.....19..... to be paid to the credit of the "Companies Liquidation Account."

Dated this.....day of.....19.....

Liquidator(s)

FORM No. 67
Companies Act 1943

LIST OF DIRECTORS NORMALLY RESIDENT IN AUSTRALIA OF A COMPANY INCORPORATED OUTSIDE WESTERN AUSTRALIA WHICH CARRIES ON BUSINESS OR IS ABOUT TO CARRY ON BUSINESS WITHIN WESTERN AUSTRALIA AND NOTIFICATION OF ANY CHANGE THEREIN

Pursuant to sections 329 (1) (c) and 335
(Limited)

List and particulars of the directors of.....Limited a company incorporated in.....and which has established a registered office within Western Australia at.....

The present Christian or Other Name or Names and Surname (a)	Any former Christian or Other Name or Names and Surname	Nationality	Nationality of origin (if other than the present nationality)	Usual Residential Address	Other Business Occupation (if any) (b) If none state so	Changes and dates of Changes or appointment

Dated this.....day of.....19.....

Sch. I

.....
Agent in Western Australia

(a) In the case of a corporation its corporate name and registered or principal office should be shown. (b) In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

Note —

1. On a change of directors or in the particulars relating to a director, a complete list of the directors shown as existing in that last return and any new director should be given and a note made in the appropriate column showing the nature of the change e.g., “died,” “resigned,” or in the case of a new director, “appointed in place of” etc, and the date on which the change took place.

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

3. This return should be filed in the case of a new company within twenty-eight days from the date of commencement of business within Western Australia or in the case of a company carrying on business within Western Australia at the commencement of this Act, within six months after such commencement if the company is incorporated within the Commonwealth of Australia and within twelve months after such commencement if the company is incorporated outside of the Commonwealth of Australia and on any alteration in the directors of the company or in the particulars relating to a director within twenty-eight days from the date on which particulars of the alteration if despatched with the diligence, could, in due course of post, have been received in Western Australia from the place where the company was formed or is incorporated.

4. The penalties for failure to comply with the requirement of these sections: The company, the agent, and every officer of the company who is in default, is liable to a penalty of £20 and to an additional daily penalty of £2 for every day during which the offence continues.

FORM No. 68
Companies Act 1943

**DECLARATION VERIFYING MEMORANDUM OF APPOINTMENT
OF AGENT BY A COMPANY**

Pursuant to section 329 (1) (d)

I,.....do hereby solemnly and sincerely declare as follows: —

1. That I am (state whether secre.....Limited (or No Liability).
2. That the Memorandum of Appointment hereunto annexed and marked “A” was duly executed by the said company.
3. That the seal affixed to the said Memorandum of Appointment is the Common Seal of the said company, or
4. That the said Memorandum of Appointment was executed in such manner as to be binding on the said company.

Declared at
thisday
of.....19.....
Before me }

Note — The above form should be used where the Western Australian Agent is appointed by the company direct (see also Form No. 69).

[Form No. 68 amended by Gazette 25 March 1948 p.676.]

FORM No. 69

Companies Act 1943

**DECLARATION VERIFYING MEMORANDUM OF APPOINTMENT OF
AGENT BY A PERSON AUTHORISED BY A COMPANY**

Pursuant to section 329 (1) (d)

I,.....of.....
do solemnly and sincerely declare as follows: —

1. That I was personally present and did seeof
.....sign seal and as his act and deed deliver a
certain power of attorney bearing date the.....day

Sch. I

of..... 19....., whereby the said
appointedof.....
in the State of Western Australia.....(occupation)
to be the attorney and agent in the State of Western Australia of.....

2. That the said.....is personally known to
me and that the signature “.....” to the said power of
attorney is in the proper handwriting of the said
and that the signature “.....” appearing as the
attesting witness thereto is in the proper handwriting of me this declarant.

Declared at.....
by the said.....
this.....
day of.....19.....
Before me.....

Note: — The above form should be used where the Western Australian agent
is appointed by some person duly authorised in that behalf by the company (see
also Form No. 68).

[Form No. 69 amended by Gazette 25 March 1948 p.676.]

FORM No. 70
Companies Act 1943

**NOTICE OF SITUATION OF REGISTERED OFFICE OF A COMPANY
INCORPORATED OUTSIDE WESTERN AUSTRALIA WHICH
CARRIES ON BUSINESS OR IS ABOUT TO CARRY ON BUSINESS
WITHIN WESTERN AUSTRALIA AND OF THE DAYS AND HOURS
DURING WHICH SUCH OFFICE IS ACCESSIBLE TO THE PUBLIC**

Pursuant to section 330 (4)
(..... Limited)

To the Registrar of Companies,

.....Limited hereby gives notice that the registered office of the
company is situated at.....and that the days and hours
during which such office is accessible to the public are as follows: —

Dated this.....day of.....19.....

.....
Agent in Western Australia

Note — This notice should be filed in the office of the Registrar of Companies before the company commences to carry on business in Western Australia or in the case of a company which has prior to the commencement of this Act complied with Part VIII of the *Companies Act 1893*, the notice should be filed within twenty-eight days after the commencement of this Act.

FORM No. 71
Companies Act 1943

**NOTICE OF CHANGE IN SITUATION OF REGISTERED OFFICE OF
A COMPANY INCORPORATED OUTSIDE WESTERN AUSTRALIA
WHICH CARRIES ON BUSINESS WITHIN WESTERN AUSTRALIA
AND/OR OF THE DAYS AND HOURS DURING WHICH SUCH
OFFICE IS ACCESSIBLE TO THE PUBLIC**

Pursuant to section 330 (4)
(Limited)

To the Registrar of Companies,

.....Limited hereby gives notice that (a)

(1) The registered office of the company was on the.....day
of 19....., changed to and is now situated at.....

(2) The days and hours during which the registered office of the company is
accessible to the public have as from the.....day
of.....19....., been changed as follows: —

Dated this.....day of.....19.....

.....
Agent in Western Australia

(a) Of the following paragraphs, strike out that which does not apply.

Note — This notice should be filed in the office of the Registrar of Companies within fourteen days of the date of the change.

Sch. I

FORM No. 72

Companies Act 1943

**DECLARATION TO ACCOMPANY THE BALANCE SHEET OF A
COMPANY INCORPORATED OUTSIDE WESTERN AUSTRALIA
WHICH CARRIES ON OR IS ABOUT TO CARRY ON BUSINESS
WITHIN WESTERN AUSTRALIA**

Pursuant to Section 334 (2)

(Limited)

In the matter of the *Companies Act 1943*, and in the matter of.....
Limited.

I.....of.....
in the State of Western Australia do solemnly and sincerely declare that —

1. I am the duly appointed agent in Western Australia of.....
Limited.

2. The balance sheet accompanying this declaration is in such form and
contains such particulars and includes such documents as the company is
required to make out and lay before the company in general meeting by the law
for the time being of (a).....where the said company was
incorporated.

And I make this solemn declaration by virtue of section 106 of “The
Evidence Act 1906.”

Declared at.....in
the State of Western Australia
his.....
day of.....
One thousand nine hundred and.....
Before me.....

(a) Insert the country or state where the company was incorporated.

FORM No. 73

Companies Act 1943

**RETURN OF ALTERATION IN CERTAIN PARTICULARS RELATING
TO A COMPANY INCORPORATED OUTSIDE WESTERN
AUSTRALIA WHICH CARRIES ON BUSINESS WITHIN WESTERN
AUSTRALIA**

Pursuant to Section 335

(Limited)

To the Registrar of Companies,

.....Limited hereby gives notices that an alteration has been made
in the following particulars relating to the said company (a).....

Dated this.....day of.....19.....

.....

Agent in Western Australia

(a) The alterations of which notice must be filed are —

1. In the charter, statutes or memorandum and articles of the company or
society or any other instrument constituting or defining the constitution of the
company or society.

A copy of the amended instrument certified as hereinbefore provided should
be attached to this notice.

2. In the name or address of the person authorised to accept service on behalf
of the company.

3. In the name of the company or society. A certified copy of the certificate
of incorporation showing the change of name should be attached to this notice.

Notice of any alteration in the directors of the company or society or the
particulars contained in the list of directors should be made on Form No. 67.

Notice of any change in the situation of the registered office or of the days or
hours during which it is accessible to the public should be made on Form
No. 71.

Sch. I

FORM No. 74

Companies Act 1943

NOTICE OF INTENTION TO CEASE BUSINESS IN WESTERN AUSTRALIA

Pursuant to Section 337

(..... Limited (or No Liability))

Notice is hereby given that Limited (or No Liability) a company registered under Part XI of the *Companies Act 1943*, and having its registered office at (set out street and town)..... in the State of Western Australia intends voluntarily to cease to carry on business in the said State on and after the.....day of 19.....

Dated this.....day of.....19.....

.....
Attorney (or Agent)

FORM No. 75

Companies Act 1943

NOTICE BY A COMPANY INCORPORATED OUTSIDE WESTERN AUSTRALIA WHICH CARRIES ON BUSINESS WITHIN WESTERN AUSTRALIA OF LIQUIDATION IN THE COUNTRY OR STATE IN WHICH IT IS INCORPORATED

Pursuant to Section 338

(..... Limited)

To the Registrar of Companies,

I,.....of.....
in the State of Western Australia being the agent in Western Australia
of..... Limited hereby on
the.....day of..... 19.....,
the said company went into liquidation in (a).....
and that.....of.....
was by (b).....appointed liquidator.

Dated this.....day of.....19.....

.....
Agent in Western Australia

(a) Insert the country or State where the company was incorporated.

(b) State manner of appointment whether by order of the Court or otherwise, and date of any instrument &c., evidencing such appointment. A certified copy of such instrument &c. should accompany this notice.

NOTE — This return should be filed in the office of the Registrar of Companies within seven days of the receipt by the agent in Western Australia of the information.

The penalties for failure to comply with the requirements of the section are prescribed in section 361 (2). The penalties for wilfully making a statement false in any material particular are prescribed in section 425.

FORM No. 76

Companies Act 1943

NOTICE BY A COMPANY INCORPORATED OUTSIDE WESTERN AUSTRALIA WHICH CARRIES ON BUSINESS WITHIN WESTERN AUSTRALIA OF DISSOLUTION IN THE COUNTRY OR STATE IN WHICH IT WAS INCORPORATED

Pursuant to Section 339

(Limited)

To the Registrar of Companies,

I,.....of.....
.....in the State of Western Australia being the agent in
Western Australia of.....Limited hereby give
notice that on the.....day of.....19.....,
the said company was dissolved in (a).....where the said
company was incorporated.

Dated this.....day of.....19.....

.....
Agent in Western Australia

(a) Insert country or State where the company was incorporated.

Note — This return should be filed in the office of the Registrar of Companies within seven days of the receipt by the agent in Western Australia of the information.

Sch. I

FORM No. 77

Companies Act 1943

**NOTICE OF REVOCATION OF MEMORANDUM OF APPOINTMENT
OF AGENT**

Pursuant to Section 343

To the Registrar of Companies,

Notice is hereby given that the (a)
dated the day of 19.....,
given by (b) to
(c) has been revoked.

Dated this day of 19.....

(Sgd.)

Agent for Limited.

(a) "Memorandum of Appointment" or "Power of Attorney" as the case may
be.

(b) Here insert the name of the company or the name of the person
authorised by the company to appoint a local agent with the addition of the
words "on behalf of" followed by the company name.

(c) Here insert the name of the agent whose authority has been revoked.

FORM No. 78

Companies Act 1943

**DECLARATION OF COMPLIANCE WITH SECTION 359 AND/OR
360 (1)**

Pursuant to Section 360 (3)

In the matter of the *Companies Act 1943*, and in the matter of
Limited (a).

I, of
do hereby solemnly and sincerely declare that —

1. I am (b) of
Limited authorised by the company to make this declaration for the purpose of
filing it pursuant to the abovementioned Act with the Registrar of Companies.

2. On the day of 19.....
the company (c) whereby (d)

3. The company reserved for the benefit of its members registered on the Western Australian local register the (e).....
to which they were entitled under the (f).....
and which are proportionate to their interests. The said right or option has been effectually reserved for the benefit of the said members in the following manner (g).....

4. Notice of such reservation was published in the *Government Gazette* of Western Australia on the.....day of.....19.....
and has been delivered or sent by post to each of the members concerned to his registered address.

5. Every member mentioned in clause (3) hereof who before the.....
day of.....19..... had claimed in the
prescribed manner to (h).....as aforesaid has
been satisfied in respect thereof to the extent of his proportion.

Declared at
thisday
of.....19.....
Before me

(a) Or “No Liability.” (b) “A director” or “the manager” or “the agent in Western Australia.” (c) “Passed a resolution” or “passed a special resolution” or “entered into an arrangement” — as the case may be. (d) Here give details of the resolution or arrangement. (e) “Right” or “option” or “shares” or “debentures.” (f) “resolution” or “arrangement.” (g) State manner in which right or benefit effectually reserved. (h) “Exercise his right” or “take such shares” or “take such debentures” or “exercise his option.”

Note — The above form will require modification in the case where the right or option accrues to the agent in Western Australia.

FORM No. 79

Companies Act 1943

**ABSTRACT OF RECEIPTS AND PAYMENTS OF RECEIVER OR
MANAGER**

Pursuant to Section 364 (1)

being the receiver (or manager) of the property of.....
 Limited make oath and say: —

That all accounts and statements referred to in the annexed abstract are to the best of my knowledge and belief true in every particular.

Sworn at..... }
 this..... }
 day of..... }
 One thousand nine hundred and }
 }
 Before me.....

(a) The amount owing under the instrument and the estimated value of all assets of the company which are subject to such instrument need only be shown in the case of the first abstract.

Note — All accounts and statements in the abstract must be verified by affidavit. This abstract should be filed within twenty-eight days after the expiration of the period of six months from the date of appointment or Court order as the case may be and of every subsequent period of six months and within twenty-eight days of ceasing to act as receiver or manager. The penalty for default is a fine not exceeding £5 and in addition a daily penalty not exceeding £5 for every day during which default continues.

FORM No. 80

Companies Act 1943

NOTICE OF INTENTION TO APPLY FOR EXEMPTION

Pursuant to Section 369 (1)

(..... Limited)

..... Limited hereby gives notice of its intention to apply to the Minister for Justice for exemption in the case of the shares of the said Limited.

(a) From the provisions of paragraph (a) section 369 (1) of the *Companies Act 1943*, forbidding persons to go from place to place offering to the public or any member of the public shares for subscription purchase or exchange.

Sch. I

(a) From the provisions of paragraph (b) of section 369 (1) of the *Companies Act 1943*, forbidding a person to make an offer in writing to any member of the public of any shares for purchase unless the offer is made by or through an authorised sharebroker and the other requirements of such paragraph are complied with.

Dated this.....day of.....19.....

.....
Director (or Secretary)

(a) Delete following paragraph if inappropriate.

Note — This notice should be advertised in the *Government Gazette* and in a daily newspaper published in Perth and generally circulating throughout Western Australia.

FORM No. 81

Companies Act 1943

**STATEMENT IN WRITING TO ACCOMPANY AN OFFER IN
WRITING TO A MEMBER OF THE PUBLIC OF SHARES FOR
PURCHASE**

Pursuant to Section 369

(..... Limited)

The following particulars are given pursuant to Section 369 (3) of the
Companies Act 1943 —

1. I, (full name).....of
(address and occupation).....being
the person making an offer in writing accompanying this statement to.....
of of shares issued or to be issued
by a company known as.....Limited for purchase
am acting as (a).....

2. The said company was incorporated in.....on
the.....day of19.....
and the address of its registered or principal office in Western Australia is.....

3. The authorised share capital of the said company is.....pounds
of which share capital.....pounds have been issued.

(b) The said share capital is divided into the following classes: —

4. The dividends paid by the said company on each class of shares during each of the three financial years immediately preceding the date hereof are as follows — (c)

5. The total amount of any debentures stock and bonds issued by the said company and outstanding at the date hereof is.....pounds and the rate of interest payable thereon is.....per centum per annum.

6. The names and addresses of the directors and of any person occupying the position of director of the said company are as follows: —

7. The shares comprised in the said offer are paid up (d).....

8. The shares comprised in the said offer (e).....

(i) are quoted on the (f).....Stock Exchange at (city).....in (State).....

(ii) Are shares permission to deal with which has been granted by (f).....Stock Exchange at (city).....in (State).....

(iii) Are not quoted on nor has permission to deal therein been granted by any recognised Stock Exchange in Western Australia or elsewhere.

WHERE THE OFFER RELATES TO UNITS

9. The names and addresses of the persons in whom the shares represented by the units are vested are as follows: —

10. The document defining the terms on which the shares represented by the units are held is dated the.....day of.....

19....., and was made between the following parties.....and such document or a copy thereof can be inspected at.....in the State of.....

Dated this.....day of.....19.....

(Sgd.).....

(a) “Principal” or “agent of.....as principal whose address in Western Australia where such principal can be served with process is.....”

(b) Omit the words following if not applicable. Otherwise set out (i) the classes, if any, into which the authorised share capital is divided (ii) the number of shares in each class and (iii) the rights of each class of shareholders, etc., in respect of capital dividends and voting.

Sch. I

(c) If no dividend has been paid in respect of shares of any particular class during any of those years, a statement to that effect must be set out.

(d) "In full" or "to the extent ofper share" or as the case may be.

(e) Of the three following sub-paragraphs omit those which do not apply.

(f) Insert the name of recognised Stock Exchange in Western Australia or elsewhere.

FORM No. 82

Companies Act 1943

**APPLICATION FOR REGISTRATION AS AN AUTHORISED
SHAREBROKER**

Pursuant to Section 373

To the Registrar of Companies,

I,.....of (a).....
hereby make application for registration under Division 2 of Part XIII of the
Companies Act 1943, as an Authorised Sharebroker.

Attached hereto is a statutory declaration made by me in support of such
application.

Dated this.....day of.....19.....

(Sgd.).....

(a) Here insert residential address.

FORM No. 83

Companies Act 1943

**DECLARATION IN SUPPORT OF REGISTRATION AS AN
AUTHORISED SHAREBROKER**

Pursuant to Section 373

I,.....of.....

solemnly and sincerely declare that —

1. I am (a) and carry on the business of a sharebroker in Western Australia.
2. Attached hereto marked “A” is (b).....
3. My business address is.....
4. I am not an undischarged bankrupt nor am I insolvent.

And I make this solemn declaration by virtue of section 106 of “The *Evidence Act 1906*.”

Declared at
 thisday
 of.....19.....
 Before me

(a) “A member of the stock exchange in Perth” or “a member of a recognised stock exchange” or “the authorised representative of (give name of principal) who is a member of a recognised stock exchange.”

(b) “A certificate of my current membership of the stock exchange signed by the secretary thereof” or “the written authority of (name of principal) appointing me his representative and attached marked “B” is a certificate of current membership of (name of principal) of the stock exchange signed by the secretary thereof.”

Note — When this declaration is filed pursuant to regulation 27 (1) the following paragraph should be added:

5. I have not since the date of my registration as an authorised sharebroker done or suffered any act or thing or undergone any conviction which would be a ground for the cancellation by the Court or the Registrar of such registration.

FORM No. 84
Companies Act 1943

Sch. I

**DECLARATION IN SUPPORT OF REGISTRATION OF OTHER THAN
A MEMBER OR REPRESENTATIVE OF A MEMBER OF A
RECOGNISED STOCK EXCHANGE**

Pursuant to Section 373

I, of
solemnly and sincerely declare that: —

1. I am a sharebroker carrying on business at.....
2. I have obtained an order of the Supreme Court authorising the Registrar to register me as an authorised sharebroker. Attached hereto marked “A” is an office copy of the said order.
3. I have deposited with the Treasurer the sum of Five hundred pounds or an equivalent security approved by the Treasurer, which deposit is held by the Treasurer. Attached hereto marked “B” is a certificate in writing to that effect under the hand of the Treasurer.

And I make this solemn declaration by virtue of Section 106 of “The Evidence Act 1906.”

Declared at
thisday
of.....19.....
Before me }

Note — When this declaration is filed pursuant to Regulation 27 (1), paragraph 2 should be omitted and the following paragraph included in lieu thereof: —

2. I have not since the date of my registration as an authorised sharebroker done or suffered any act or thing or undergone any conviction which would be a ground for the cancellation by the Court or the Registrar of such registration.

FORM No. 85

WESTERN (Royal Arms) AUSTRALIA

Companies Act 1943

**CERTIFICATE OF REGISTRATION AS AN AUTHORISED
SHAREBROKER**

Pursuant to Section 373 (d)

This is to certify that.....of.....
has this day been registered as an authorised sharebroker pursuant to the
provisions of the above Act.

Signed and Sealed by me this.....day of.....
19.....

.....
Registrar of Companies

FORM No. 86

Companies Act 1943

**NOTICE OF CESSATION OF BUSINESS AS AUTHORISED
SHAREBROKER AND OF INTENTION TO APPLY FOR
WITHDRAWAL OF DEPOSIT LODGED WITH THE TREASURER**

Pursuant to Section 376

Notice is hereby given that (a).....of (b).....
has ceased to carry on business as an authorised sharebroker and that at the
expiration of six months from the date of this notice application will be made to
the Registrar of Companies for an order authorising the withdrawal of the
deposit lodged with the Treasurer pursuant to section 373 of the Act.

Dated this.....day of.....19.....

(c) (Signature).....

(a) Full name of authorised sharebroker.

(b) Business address.

(c) Signature of the authorised sharebroker or of his legal personal
representative.

Note — Before publication pursuant to regulation 24 (1) the following
addition shall be made by the Registrar to the above notice: —

“Any person having a claim or demand against the abovenamed sharebroker
in respect of his business as a sharebroker should forward notice of claim or
demand in writing forthwith to the Registrar of Companies, Companies Office,
Perth.”

Sch. I

FORM No. 87

Companies Act 1943

**NOTICE OF INTENTION TO CANCEL REGISTRATION AS AN
AUTHORISED SHAREBROKER**

Pursuant to Section 377 (2)

To.....

Take notice that in pursuance of the provisions of Section 377 (1) (b) of the above Act it is my intention unless restrained to cancel your registration as an authorised sharebroker for the following reasons: (a).....

You are hereby invited to notify me in writing within fourteen days from the date of service of this notice whether you desire your case to be referred to the Court sitting in Chambers.

.....
Registrar of Companies

(a) Reason to be stated.

Note — If the sharebroker notifies the Registrar that he desires his case to be referred to the Court, the Registrar will refer the case to a Judge of the Supreme Court Sitting in Chambers.

FORM No. 88

Companies Act 1943

**NOTICE OF CANCELLATION OF REGISTRATION AS AN
AUTHORISED SHAREBROKER**

Pursuant to Section 377 (5)

To.....of.....

Take notice that your registration as an authorised sharebroker which was effected on the.....day of.....
19..... has been cancelled and that your name has been struck off the register of authorised sharebrokers.

Dated this.....day of.....19.....

.....
Registrar of Companies

FORM No. 89

Companies Act 1943

DECLARATION TO BE MADE BY THE REGISTRAR AND HIS OFFICERS

Pursuant to Section 394

I.....of.....
solemnly and sincerely declare that I will not make a record of, or divulge any
information coming to my knowledge in the course of my duties and relating to
the affairs of any company or person except in the performance of my duty
under the above Act.

And I make this solemn declaration by virtue of Section 106 of "The
Evidence Act 1906."

Declared at Perth this
day of19.....

}

Before
me.....

FORM No. 90

Companies Act 1943

**APPLICATION FOR REGISTRATION AS COMPANY AUDITOR
AND/OR LIQUIDATOR**

Pursuant to Section 402

I.....of.....
hereby apply to the Registrar of Companies for a certificate of registration as an
(a) Auditor and Liquidator
(b) Auditor of Companies.
(c) Liquidator

In support of my application I supply the particulars in the annexed
declaration.

I forward herewith the sum of.....the
prescribed fee for such registration.

Dated this.....day of.....19.....

.....

Sch. I

Applicant

FORM No. 91

Companies Act 1943

**DECLARATION IN SUPPORT OF APPLICATION FOR
REGISTRATION AS COMPANY AUDITOR AND/OR LIQUIDATOR**

Pursuant to Section 402

I (full name of applicant)
do solemnly and sincerely declare that the following particulars relating to
myself are true: —

1. Occupation

{ Business

2. Address { Private

3. I have attained the age of 21 years.

4. Academic qualifications

5. Commercial experience

6. During the last ten years I have had the following experience as a company
auditor:

7. During the last ten years I have had the following experience as a company
liquidator:

8. Annexed hereto marked are
references by two independent persons of standing in the community as to my
character.

And I make this solemn declaration by virtue of Section 106 of “The
Evidence Act 1906.”

Declared at
thisday
of.....19.....
Before me

}

.....
A Justice of the Peace in and for the State of Western Australia.

FORM No. 92

Companies Act 1943

**CERTIFICATE OF REGISTRATION AS COMPANY AUDITOR
AND/OR LIQUIDATOR**

Pursuant to Section 402

This is to certify that of
..... is registered as qualified
to

act as { Auditor.
{ Liquidator of companies.
{ Auditor and Liquidator

Given under my hand and seal at Perth this.....day
of..... 19.....

.....
Registrar of Companies

FORM No. 93

Companies Act 1943

**NOTICE OF REGISTRATION (OR CANCELLATION OF
REGISTRATION) AS COMPANY AUDITOR AND/OR LIQUIDATOR**

Pursuant to Section 403

Notice is hereby given that of

(a) Is registered as qualified to act as a company auditor (and/or liquidator)
(or)

(a) Formerly registered as qualified to act as a company auditor (and/or
liquidator) is no longer so registered.

Dated this.....day of..... 19.....

.....
Registrar of Companies

(a) Adopt the text following as the case may require.

Sch. I

FORM No. 94

Companies Act 1943

NOTICE CONCERNING LOST (a) SHARE CERTIFICATES (b)

Pursuant to Section 414 (1)

(..... Limited)

Notice is hereby given that share certificate No.....(b)
forshares in the
abov.....name of ofhas
been lost or destroyed (or defaced) and it is the intention of the directors of the
abovenamed company to issue a duplicate certificate (b).....in
lieu thereof after the expiration of twenty-eight days from the publication
hereof.

Dated this.....day of.....19.....

.....
Secretary or Solicitor

(a) "Lost," "defaced" or "destroyed."

(b) "Share certificate" or "letter of allotment" or "transfer receipt," etc., as the
case may be.

FORM No. 95

Companies Act 1943

PARTICULARS OF SUBSTITUTE SHARE CERTIFICATE

Pursuant to Section 414 (5)

To the Registrar of Companies,

.....Limited.

Notice is hereby given that share certificate (a) No.
for.....shares numbered.....
to.....inclusive in the abovenamed company has
been issued in the name ofof.....
in lieu of certificate (a) No.....lost or destroyed or defaced.

Filed herewith is a copy of an advertisement which appeared in the (b).....
on the..... day of
19..... and in the *Government Gazette* on the.....day
of.....19.....

Dated this.....day of.....19.....

.....
Secretary or Solicitor

(a) Or “letter of allotment,” “transfer receipt” or as the case may be.

(b) Name of Perth daily newspaper.

Sch. II

Schedule II

Table of Fees to be paid to Registrar

A — Fees payable by a Company having a capital divided into shares

	£	s.	d.
1. For registration of a company whose nominal capital does not exceed £2,000, a fee of	2	0	0
For registration of a company whose nominal capital exceeds £2,000, the above fee of £2 with the following additional fees, regulated according to the amount of nominal capital, that is to say —			
(1).....For every £1,000 of nominal capital or part of £1,000, after the first £2,000 up to £5,000.....	1	0	0
(2).....For every £1,000 of nominal capital or part of £1,000 after the first £5,000 up to £1,000,000.....	0	5	0
(3).....For every £1,000 of nominal capital or part of £1,000 after the first £100,000.....	0	1	0
2. For registration of any increase of share capital made after the first registration of the company, the same fee per £1,000 as would have been payable if the increased share capital had formed part of the original share capital at the time of registration: Provided that no company shall be liable to pay in respect of nominal share capital on registration or afterwards any greater amount of fees than £50, taking into account in the case of fees payable on an increase of share capital after registration, the fees paid on registration: Provided also that no company shall be liable to pay in respect of an increase of nominal share capital following a reduction of nominal share capital any fees previously paid on the share capital either at the time of registration or afterwards.			

3.	For making a record of any fact authorised or required to be recorded by the Registrar of Companies.....	0	5	0
4.	On a change of name, for registration of the new name, and issue of certificate thereon.....	2	0	0
5.	Upon filing notice of the winding up or dissolution of a company.....	0	15	0
6.	For every certificate of incorporation of company.....	0	10	0
7.	For every other certificate by the Registrar not provided by this Schedule.....	0	5	0
8.	For inserting in <i>Government Gazette</i> any statutory notice — cost of same			
9.	For the production of any document in the Supreme Court.....	0	12	0
10.	For the production of any document in the Local Court	0	12	0
11.	For the production of any document in the Police Court	0	12	0
12.	For the production of any document in the Land Titles Office	0	12	0
13.	Registration of a company under Part XI., whose nominal capital does not exceed £5,000.....	2	0	0
	(1) For every £1,000 of nominal capital or part of £1,000 after the first £5,000 up to £20,000.....	0	5	0
	(2) For every £1,000 of nominal capital or part of £1,000 after the first £20,000.....	0	1	0
14.	For registration of any increase of nominal capital made after the first registration of the company, the same fee per £1,000 as would have been payable if the increased capital had formed part of the original nominal capital at the time of registration. Provided that no foreign company shall be liable to pay in respect of nominal share capital any greater amount of fees than £25.			

Sch. II

Provided also that no foreign company shall be liable to pay in respect of an increase of nominal share capital following a reduction of nominal share capital any fees previously paid on the share capital either at the time of registration or afterwards.

B — Fees Payable by a Company not having a Share Capital.

15.	For registration of a company whose number of members, as stated in the Articles of Association, does not exceed 20.....	2	0	0
16.	For registration of a company whose number of members, as stated in the Articles of Association, exceeds 20, but does not exceed 100, but is not stated to be unlimited, a fee of £5 (with an additional 5s. for every 50 members or less number than 50 members after the first 100)	5	0	0
17.	Provided that no company shall be liable to pay on the whole a greater fee than £20 in respect of its number of members, taking into account the fee paid on the first registration of the company	20	0	0
18.	The registration of a company in which the number of members is stated in the Articles of Association to be unlimited.....	20	0	0
19.	For a registration of any increase in the number of members made after the registration of the company in respect of every 50 members or less than 50 members of such increase.....	0	5	0
20.	For making a record of any fact authorised or required to be recorded by the Registrar.....	0	5	0
21.	On a change of name, for registration of the new name, and issue of a certificate thereon.....	2	0	0
22.	For registration of a company under Part XI of the Act: —			
	(1).....Where the number of members as stated in the Articles of Association of the company does not exceed 100)	5	0	0

(2)	Where the number of members as stated in the Articles of Association exceeds 100, but is not stated to be unlimited, a fee of £5 (with an additional 2s. for every 50 members or less number than 50 members after the first 100).			
(3).....	For registration of any increase in the number of members made after the registration of the company, in respect of every 50 members or less than 50 members of such increase.....	0	2	0
	Provided that no company shall be liable to pay on the whole a greater fee than £20 in respect of its number of members, taking into account the fee paid on the first registration of the company.			
(4).....	Where the number of members is stated in the memorandum or Articles of Association (or other document or documents of a similar effect) to be unlimited	20	0	0
(5)	Where no reference to the number of members is made in the memorandum or Articles of Association or other document or documents of similar effect.....	25	0	0

C — Other Fees

23.	For reserving any name under section 28, subsection (6) (a)	1	0	0
24.	For extending the time of such reservation.....	1	0	0
25.	For a reservation by the Registrar under section 28, subsection (6) (c)	2	0	0
26.	For every authorisation by the Governor under the provisos to subsection (7) of section 28.....	5	5	0

Sch. II

27.	For every license under section 29.....	1	0	0
28.	Upon the forwarding, delivery, lodgment, registration, or filing of any notice, summary, list, statement, statutory declaration, balance sheet, or other document (other than a memorandum of association, or memorandum or registration and notice of winding up or dissolution of a company) required or authorised to be lodged, registered, deposited or filed with or by the Registrar in connection with any company, society or association —			
	(a).....if within the period (if any) provided by the law.....	0	5	0
	(b).....if within twenty-eight days after the period prescribed by law.....	1	5	0
	(c).....if after more than twenty eight days after the period prescribed by law.....	5	5	0
	The Registrar may, if satisfied that just cause exists for so doing, reduce the fees prescribed in paragraphs (b) and (c) last preceding, but in no case shall either of such fees be reduced below 5s. and 10s. respectively.			
29.	For inspection of any document filed with or file of, the Registrar.....	0	2	0
30.	For a copy or extract of any document kept by the Registrar relating to companies, certified by the Registrar: —			
	(a).....if five folios of 72 words or under.....	0	5	0
	(b) if exceeding 10 folios, for each additional folio .	0	0	6
31.	Examining a written or printed copy and certifying same by Registrar: —			
	(a).....if 10 folios of 72 words or under.....	0	5	0
	(b).....if exceeding 10 folios, for each additional folio.....	0	0	3
32.	For doing or causing to be done any act referred to in			

	and under section 297.....	2	2	0
33.	For any act of the Registrar pursuant to sections 299 and 300.....	2	2	0
34.	Restoration to register under section 296 (6), 340 (5) .	2	2	0
35.	Application for exemption from the provisions of section 369 (1)	1	1	0
36.	Application for registration as authorised sharebroker under section 373.....	0	10	0
37.	On registration as an authorised sharebroker: —			
	(a).....of a person falling within the categories mentioned in paragraphs (a) (b) or (c) of section 372.....	2	2	0
	(b).....of any other person.....	5	5	0
38.	On registration as company liquidator and/or auditor under section 402: —			
	Liquidator.....	5	5	0
	Auditor.....	5	5	0
	Liquidator and Auditor.....	8	8	0
39.	For every search of the register of authorised sharebrokers or the register of auditors and liquidators in respect of each name searched.....	0	2	0
40.	Deposit of any book or document under section 288, 2s. 6d.			
	Provided that the total fees to be paid by a liquidator under section 288 in respect of any one company shall not exceed £1.			

[Schedule II amended by Gazette 25 March 1948 p.676.]

Notes

- ^{1.} This is a compilation of *The Companies Regulations 1947* and includes the amendments referred to in the following Table.

Table of Regulations

Regulation	Gazettal	Commencement	Miscellaneous
<i>The Companies Regulations 1947</i>	5 November 1947 pp.2017-58	5 November 1947	
	25 March 1948 p.676	25 March 1948	
	2 November 1973 p.4110	2 November 1973	