## STATUTORY RULES OF NORTHERN IRELAND

## 1993 No. 200

## **COMPANIES**

## The Companies (Forms) (Amendment) Regulations (Northern Ireland) 1993

Made - - - - 19th April 1993 Coming into operation 8th June 1993

The Department of Economic Development in exercise of the powers conferred on it by the statutory provisions specified in Schedule 1, and of every other power enabling it in that behalf, hereby makes the following Regulations:

- **1.** These Regulations may be cited as the Companies (Forms) (Amendment) Regulations (Northern Ireland) 1993, and shall come into operation on 8th June 1993.
  - 2. In these Regulations—
    - "the 1986 Order" means the Companies (Northern Ireland) Order 1986(1);
    - "the 1986 Regulations" means the Companies (Forms) Regulations (Northern Ireland) 1986(2).
- **3.** For the purpose of paragraphs 5(b), 6(1)(b) and 7(1) of Schedule 20A, paragraphs 2(b), 3(b) and 11(2) of Schedule 20C, and paragraphs 2(4) and 10(2) of Schedule 20D to the 1986 Order, a translation of a document into English shall be certified to be a correct translation—
  - (a) if the translation was made in the United Kingdom, by
    - (i) a notary public in any part of the United Kingdom;
    - (ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or
    - (iii) a person certified by a person mentioned in heads (i) and (ii) to be known to him to be competent to translate the document into English; or
  - (b) if the translation was made outside the United Kingdom, by
    - (i) a notary public;

S. I. 1986/1032 (N.I. 6), a relevant amending Statutory Rule being the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)

<sup>(2)</sup> S.R. 1986 No. 287, a relevant amending Statutory Rule being S.R. 1991 No. 399

- (ii) a person authorised in the place where the translation was made to administer an oath;
- (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889; or
- (iv) a person certified by a person mentioned in heads (i) to (iii) to be known to him to be competent to translate the document into English.
- **4.**—(1) The forms set out in Schedule 2, with such variation as circumstances require, are the forms prescribed for the purpose of the provisions of the 1986 Order which are referred to in those forms.
- (2) The particulars contained in the forms listed in Schedule 3 are the particulars prescribed for the purpose of the provisions of the 1986 Order which are referred to in those forms.
- **5.**—(1) Forms 641, 644A and 644B in Schedule 3 of the 1986 Regulations are revoked except to the extent specified in paragraph (2).
- (2) Notwithstanding paragraph (1) or regulation 4(1), Form 641 in Schedule 3 to the 1986 Regulations may continue to be used in relation to a return and declaration delivered for registration of a place of business of a Part XXIII company made before 8th June 1994.
- (3) Notwithstanding paragraph (1) or regulation 4(1), Forms 644A and 644B in Schedule 3 to the 1986 Regulations may continue to be used in relation to a return of a statement of name under which a Part XXIII company proposes to carry on business in Northern Ireland made before 8th June 1994.

Sealed with the Official Seal of the Department of Economic Development on 19th April 1993.

L.S.

A. L. Brown Assistant Secretary

## SCHEDULE 1

The Companies (Northern Ireland) Order 1986:—

Article 2; 641; 644(4)(a) and (b); 6520(1), (3) and (5); and 652P(1)(3); and 681(1). Schedule 20A, paragraphs 1(1), 7(1) and 8(2)(4)

<sup>(3)</sup> Articles 652O and 652P were inserted into the Companies (Northern Ireland) Order 1986 by paragraph 18 of Schedule 2 to the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)

<sup>(4)</sup> Schedule 20A was inserted into the Companies (Northern Ireland) Order 1986 by paragraph 3 of Schedule 2 to the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)

## SCHEDULE 2

Regulation 4(1)

## Prescribed Forms

**SCHEDULE 2** 

Regulation 4(1)

## Prescribed Forms

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This form must be completed for all 'Place of Business' registrations. (See note below for re-registration from a 'Branch') Return and declaration delivered for registration of a place of business of a Part XXIII company (Pursuant to Article 641 of the Companies (Northern Ireland) Order 1986) Previous branch number (it applicable) Company name Country of incorporation Address of place of business in Northern Ireland Post town County. Postcode Either A certified copy of the Constitution of the company (See notes 1 and 2) (A certified English translation must be included) Instrument(s) constituting or defining the constitution of the company; and A certified translation \* Delete as applicable # Mark appropriate box(es) \* is/are delivered for registration The company must deliver certified capies of its constitutional documents (with certified translations), and the particulars of the company's directors and secretary. However, if the company is closing a branch registration and effecting a place of business registration, it may rely on the documents or the particulars of the directors and secretary previously filed in Northern Ireland, provided any relevant alterations to those documents have been updated on the register. OR The The constitutional documents (and a certified translation \*) and/or Particulars of the current directors and secretary(ies) were previously delivered in respect of a branch of the company registered at this registry Branch Number

Directors (See notes 3, 4 and 5)	
Name *Style/Title	[CD]
Forenames	<u> </u>
Surname	
*Honours etc	
Previous forenames	1
Previous surname	
Address	AD
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town
	County/Region
	Postcode Country
Date of birth	DO Nationality NA
(See note 5) Business occupation (if any). If none other directorships.	OD I
Aloneo *Ce de /Tiste	lan
Name *Style/Title	(cp)
Forenames	(co)
Forenames Surname	
Forenames Surname *Honours etc	
Forenames Surname *Honours etc Previous forenames	
Forenames Surname *Honours etc Previous forenames Previous surname	
Forenames Surname *Honours etc Previous forenames Previous surname Address	
Forenames Surname *Honours etc Previous forenames Previous surname	
Forenames Surname *Honours etc Previous forenames Previous surname Address Usual residential address must be given. In the case of a corporation, give the	[AD]
Forenames Surname *Honours etc Previous forenames Previous surname Address Usual residential address must be given. In the case of a corporation, give the	Post town
Forenames Surname *Honours etc Previous forenames Previous surname Address Usual residential address must be given. In the case of a corporation, give the	Post town County/Region
Forenames Surname *Honours etc Previous forenames Previous surname Address Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town County/Region Postcode Country

(See notes 4 and 6)	lary(les)			
Name	*Style/Title	CS		
•	Forenames			
	Surname			<u> </u>
	*Honours etc			
Previo	ous forenames			
Pre	vious surname			
Address		AD		
Usual residential address In the case of a corpor registered or principal	ration, give the	Post townCaunty/Region		
		Postcode	Country	1
Name	*Style/Title	Cs		
Tobers C	Forenames			
	Surname		· · · · · · · · · · · · · · · · · · ·	
	*Honours etc			
Provi	ous forenames			
	vious surname		···	
Address		AD		
Usual residential addres	ration, give the			
registered or principal	office address.			"
		į		
		Postcode	Country	
Person(s) autho	rised			
List of some one or more	*Style/Title			
persons resident in Northern Ireland authorised to accept or the company's behalf service	n Forenames			
of process and any notice required to be served on it.	Surname			
	Address			
		Post town		
*Voluntary details		County		Postcode

of some one or more	*Style/Title		
eons resident in Northern and authorised to accept on company's behalf service	Forenames		
rocess and any notice stred to be served on it.	Surname		
	Address		
		Post town	
			Postcode
	Г		
	*Style/Title	· · · · · · · · · · · · · · · · · · ·	
	Forenames		
	Surname		
	Address	**************************************	15°40° AMAL
		Post town	
		County	Postcode
	_		
	*Style/Title		
	Forenames		
	Surname		
	Address	,	
			•
		Post town	
		Post town	
	Address	Post town	Postcode
	Address  *Style/Title	Post town County	Postcode
	*Style/Title	Post town County	Postcode
	*Style/Title Forenames Surname	Post town County	Postcode
	*Style/Title	Post town County	Postcode
	*Style/Title Forenames Surname	Post town County	Postcode

Declaration (See note 8)	
Full name and address	of (address)
<sup>†</sup> delete as applicable	a †director/tsecretary/†person authorised to accept on the company's behalf service of process or any notices required to be served on it, do solemnty and sincerely declare that the company established its place of business in Northern Ireland on  (enter date)  and make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.
	Signed
	Declared at
	the day of one thousand nine hundred and
	A Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor having the powers conferred on a Commissioner for Oaths. (See note 8)
Number of continuation sheets attached	
To whom should Companies Registry direct any enquiries about the information on this form?	Postcode Telephone Extension
Please ensure the form is fully completed and then send it to the Registrar of Companies at (Sec 1902 9)	IDB House 64 Chichester Street, Belfast BT1 4JX

#### Notes

- 1 The copy of the instrument constituting or defining the constitution of the company must be certified in the place of incorporation of the company to be a true copy:—
- (a) by an official of the Government to whose custody the original is committed; or
- (b) by a notary public; or
- (c) by an officer of the company on oath taken before:
  - (i) a person having authority in that place to administer an oath; or
  - (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.
- 2 The translation of the instrument must be certified to be a correct translation:-
  - (a) if the translation was made in the United Kingdom, by
    - (i) a notary public in any part of the United Kingdom;
    - (iii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or
    - (iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

- (b) if the translation was made outside the United Kingdom, by
  - (i) a notary public;
  - (ii) a person authorised in the place where the translation was made to administer an oath:
  - (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;
  - (iv) a person certified by a person mentioned above to be known to him to be competent to translate the document into English.
- 3 'Director' includes any person who occupies the position of a director, by whatever name called.
- 4 Show for an individual the full forenames NOT INITIALS and surname together with any previous forenames or surname(s).
- If the director or secretary is a corporation or Scottish firm show the corporate or firm name on the surname line.

Give previous forenames or surname except that:

- for a married woman, the name by which she was known before marriage need not be given,
- names not used since the age of 18 or for at least 20 years need not be given.

In the case of a peer, or an individual usually known by a British title, you may state the title instead of or in addition to the forenames and surname and you need not give the name by which that person was known before he or she adopted the title or succeeded to it.

#### Address:

Give the usual residential address.

In the case of a corporation or Scottish firm give the registered or principal office.

- In the case of an individual who has a business occupation, this occupation should be named. In the case of an individual who has no business occupation but who holds other directorships, particulars should be given of them.
- 6 Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.
- 7 Use photocopies of the relevant section(s) of this form to provide details of additional directors, joint secretaries or persons authorised.
- 8 If made in a foreign country the declaration may be made before any British official mentioned in section 6 of the Commissioners for Oaths Act 1889 or, before any person having authority to administer an oath in that country.

# 644(4)(a)

This form should be completed in black.	Statement of name, other than corporate name, under which a Part XXIII company proposes to carry on business in Northern Ireland (Pursuant to Section 644(4)(a) of the Companies (Northern Ireland) Order 1986)
Company number	
	The name approved by the Department of Economic Development, other than its corporate name, under which the company proposes to carry on business in Northern Ireland is
* Delete as applicable	Signed  * Director\Secretary\\Permanent representative  Date
Fo whom should Companies Registry direct any enquiries about the information on this form?	

When you have signed the form, return it to the address overleaf

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## Form 644(4)(a)

When completed, this form should be delivered to:-

## 644(4)(b)

This form should be completed in black.	Statement of name, other than corporate name, under which a Part XXIII company proposes to carry on business in Northern Ireland in substitution for a name previously registered (Pursuantto section 644(4)(b) of the Companies (Northern Ireland) Order 1986)
Company number	
Corporate name	
	The name approved by the Department of Economic Development, other than its corporate name, under which this company proposes to carry on business in Northern Ireland is:—
Enter name approved by the Department of Economic Development under Article 644(4)(b) of the Companies (Northern Ireland) Order 1986	This name is in substitution for that currently registered
	Signed  Director/Secretary \ Permanent representative  Date
whom should Companies Registry act any enquiries about the ormation on this form?	Telephone Extension

When you have signed the form, return it to the address overleaf

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## Form 644(4)(b)

When completed, this form should be delivered to:--

# 6520(1)

This form should be completed in block.	Return by a Part XXIII company that the company is being wound up  (Pursuantto Article 6520(1) of the Companies (Northern Ireland) Order 1986)
Company number	Trussamile Antice obsolity of the Companies (Northern reland) Order 1986)
Company number	
Company name	
NOTE: This return is not required to be made where proceedings under Part VI of th Insolvency (Northern Ireland) Order 1989 have been commenced.	
* Delete as applicable	[please specify], the company *has been\ is to be wound up by : -
#Mark appropriate box and complete details.	* An order of the Court of
	(give address)
	Dated Ordering that
See note overless.	OR * (Other :- give brief particulars) 1
	Date winding up became or will become effective
	* (Oirector \ Secretary \ Permanent representative \Liquidator)
If this form is delivered in respect of more than one branch in Northern Ireland the branch number and name (where different) must be given for each branch.	Date
	This return is delivered in respect of all the branches listed overleaf
ro whom should Name	
Companies Registry address any enquiries Address	
about the information on this form?	Tel
	When completed, this form should be returned to the address overleaf

## Form 652O(1)

Registration number	Branch name

NOTE: Details of winding up

Where the winding up was made by order of a Court, the name and address of the court, together with details of the order, must be given. When the winding up has been instigated in some other manner the nature of the action (e.g. voluntary winding up, or winding up exercised under a legislative power) must be given.

When completed, this form should be delivered to:-

# **652O(3)**

This form chould be completed in black.	Notice of appointment of a liquidator of a Part XXIII company  (Pursuant to Article 6520(3) of the Companies (Northern Ireland) Order 1986)
Company number	
Company name	
NOTE: This return is not required to be made where proceedings under Part VI of the Insolvency (Northern Ireland) Order 1989 have been commenced.	l/We*
* Delete as applicable	of
	give notice that I/we² was/were² appointed liquidator(s) of the above named company on :-
	Date of appointment
Description of powers	
(State here any powers ascribed to the liquidator other than from the general law or from the company's constitution)	
If this form is delivered in respect of more than one branch in Northern reland the branch number and name (where different) must be given for each branch	Signature
<del></del>	This return is delivered in respect of all the branches listed overleaf
whom should mpanies Registry dress any quiries about the Address	
ormation on this	Tel

When completed, this form should be returned to the address overleaf

## Form 6520(3)

Registration number	Branch name
·	
	.,,
	e e

When completed, this form should be delivered to:-

# 6520(5)

This form should be completed in black.	concerning the termination of liquidation of the company	
	(Pursuant to Article 652O(5) of the Companies (Northern Ireland) Order 1986)	
Company number		
Company name		
NOTE:		
This return is not required to be made where proceedings under Part VI of the Insolvency (Northern Ireland) Order 1986 have been commenced.	I/We	
	liquidator(s) of the above company give notice that	
	On	
* Delete if not applicable	the liquidation of the above company was completed and* the company ceased to be registered on :-	
If this form is delivered in respect of more than one branch in Northern Ireland the branch number and name (if different) must be given for	Signed	
each branch.	Liquidator	
	Date	
	This return is delivered in respect of all the branches listed overleaf	
To whom should Name		
Companies Registry address any Address		
enquiries about the information on this	Tel	
form?	When completed this form should be set used to the address.	

When completed, this form should be returned to the address overleaf

## Form 6520(5)

Registration number	Brench name

When completed, this form should be delivered to:-

# 652P(1)

This form should be completed in black.	subject to insolvency proceedings, etc.  (Pursuant to Article 652P(1) of the Companies (Northern Ireland) Order 1986)
Company number Company name	
I	The above company gives notice that, as a result of action taken by * creditors \ members \ other(s) [please specify]
° Celete as applicable	
#Mark appropriate box and complete details.	the company is subject to :-
•	# An order of the Court of
Where the proceedings are the subject of a court order, both the name and address of the court must	(give address)
be given. Where the proceedings have been investigated in some other manner, (e.g. management of the company exercised pursuant to some administrative or legislative	Dated Ordering that
power) those details must be given in both cases, details of the persons taking the action must be given.	OR * insolvency proceedings \ an arrangement \ a composition \ analogous proceedings (give details)
	Date order / proceedings became or will become effective
	* (Director \ Sacretary \ Permanent representative )
If this form is delivered in respect of more than one branch in Northern ireland, the branch number and name (where different) must be given for each branch	Date
	This return is delivered in respect of all the branches listed overleaf
To whom should Name Companies Registry	
address any Address	
enquiries about the information on this form?	Tel
	When completed, this form should be returned to the address overleaf

## Form 652P(1)

Registration number	Branch name

When completed, this form should be delivered to:-

# 652P(2)

	insolvency proceedings, etc.  (Pursuant to Article 652P(2) of the Companies (Northern Ireland) Order 1986)
Company number	
* Delete as applicable	The above company gives notice that, as from
	Signed  * (Director \ Secretary \ Permanent representative )
	Date
If this form is delivered in respect of more than one branch in Northern ireland, the branch number and name (if different) must be given for each branch.	
	This return is delivered in respect of all the branches listed overleaf
To whom should Name Companies Registry address any Address	-
enquiries about the information on this form?	Tel  When completed, this form should be returned to the address overleaf

## Form 652P(2)

Registration number	Branch name
	-
-, -, -, -, -, -, -, -, -, -, -, -, -, -	
***************************************	
•	

When completed, this form should be delivered to:-

## BR1

This form should be completed in black.	Return delivered for reg XXIII company	istration of a branch of a Part
	(Pursuant to Schedule 20A, paragraph 1	of the Companies (Northern Ireland) Order 1986)
	For office Use only	BN
Corporate name (see note 5) (name in parent state)		
Business name (if different to corporate name)		
Country of incorporation		
Identity of register (if applicable)		
(ii applicable)		and registration no.
Legal form		
☑ See note 2		MPANY DETAILS [1]
* State whether the company is a credit or financial institution	Ireland) Order 1986?	Article 648A of the Companies (Northern
(1)Thes	YES boxes need not be completed	by companies formed in EC member states
Governing law (See note 4)		
Accounting requirements	Period for which the company parent law. from	is required to prepare accounts by
-	1 ( 1 t t	ation and public disclosure of accounts months

(2)	This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.
Address of principal place of business in home country	
Objects of company	
Issued share capital	Currency
Company Secretary(les) (See note 10)	*Style/Title
Name	Forenames
	Surname
* Voluntary details	*Honours etc Previous Forenames
	Previous surname
Address	
Usual residential address must be	Post town
given. In the case of a corporation, give the registered or principal	County/Region
office address.	Postcode Country
Company Secretary(ies)	
(See note 10)	*Style/Title
Name	Forenames
	Surname
* Voluntary details	*Honours etc Previous Forenames
	Previous surname
Address	-
Usual residential address must be	Post town
given. In the case of a corporation, give the registered or principal	County/Region
office address. ( You may photocopy this page if required)	Postcode Country

Directors (See notes 10)	*Style/Title
Name	Forenames
* Voluntary details	Surname  *Honours etc.  Previous Forenames  Previous surname
Address	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town  County/Region  Postcode Country  Date of Birth Nationality
1.	Business Occupation Other Directorships
SCOPE OF AUTHORITY	The extent of the authority to represent the company is :- (give details)
of the point of the state of the state of the powers exercised. (e.g. whether hey are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised ointly give the name(s) of the person(s), concerned. You may cross refer to the fetalls of person(s) disclosed elsewhere on the form.	
	These powers :-
# Mark box(es) as applicable	# May be exercised alone OR # Must be exercised with :- (Give name(s) of co-authorised person(s))
(You may photocopy this page as required)	

_	
Directors (See notice 10.)	*Style/Title
Name	Forenames
· Voluntary details	*Honours etc.  Previous Forenames
	Previous surname
Address	
Usual residential address must be given. In the case of a corporation, give the registered or principal office address.	Post town  County/Region  Postcode Country  Date of Birth Nationality  Business Occupation  Other Directorships
SCOPE OF AUTHORITY  Sive brief particulars of the extent of the powers exercised. (e.g., whether hey are limited to powers expressly conferred by the instrument of ppointment; or whether they are ubject to express limitations.) Where the powers are exercised binity give the name(s) of the person(s) concerned. You may cross refer to the tetalis of person(s) disclosed elsewhere on the form.	The extent of the authority to represent the company is :- (give details)
# Mark box(es) as applicable	These powers:-  #
(You may photocopy this page as required)	

Constitution of company (See notes 6 to 9 )  #Mark box(es) as applicable (See note 9)	#A certified copy of the instrument constituting or defining the constitution of the company AND*A certified translation  *is/are delivered for registration
* Delete as applicable	
AND/OR A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.	A copy of the latest accounts of the company  AND  A certified translation  *is/are delivered for registration
AND/OR The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.	# The Constitutional documents (*and certified translations) AND/OR The latest accounts (*and certified translations) of the company were previously delivered on the registration of the branch of the company at :- Cardiff Edinburgh Belfast  Registration no.
AND/OR	
The company may also rely on particulars about the company previously filed in respect of another branch in Northern Ireland, provided that any alterations have been notified to the Registrar.	the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.  Registration no.
AND/OR	The
The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any afterations have been notified to the Registrar.	Constitutional documents (*and certified translation)  AND/OR  Particulars of the current directors and secretary(ies)
NOTE:- In all cases, the registration number of the branch or place of business relied upon must be given.	were previously delivered in respect of a place of business of the company registered at THIS registry.  Registration no.

## PART B - BRANCH DETAILS

## Persons authorised to \*Style/Title represent the company or accept service of Forenames process. Surname Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Northern Ireland, who are authorised to accept service or process on the company's behalf. Address County. Postcode is # \_\_\_\_ Authorised to accept service of process on the company's behalf \*AND/OR \* Dotete as appropriate Is # Authorised to represent the company in relation to that business The extent of the authority to represent the company is :- (give details) SCOPE OF AUTHORITY (This part does not apply to a person only authorised to accept service on behalf of the company) Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s), concerned. You mey cross refer to the defails of person(s) disclosed elsewhere on the form. These powers :-May be exercised alone # Mark box(es) as appropriate) Must be exercised with :-(Give name(s) of co-authorised person(s))

Persons authorised to represent the company or accept service of process.	*Style/Title Forenames Surname
Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Northern Ireland, who are authorised to accept service or process on the company's behalf.  * Delete as appropriate	Post town  County Postcode  Is # Authorised to accept service of process on the company's behalf *AND/OR  Is # Authorised to represent the company in relation to that business
SCOPE OF AUTHORITY	The extent of the authority to represent the company is :- (give details)
(This part does not apply to a person only authorised to accept service on behalf of the company)	
Give brief particulars of the extent of the powers exercised. (e.g., whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s), concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.  # Mark box(es) as appropriate)	These powers:-  #
(You may photocopy this page as required)	

ddress of branch	Address
	Post townPostcode
Branch Details (See notes 12.)	Date branch openedBusiness carried on at branch
SIGNATURE	Signed (*Director / Secretary / Permanent representative )  Date
	This form contains continuation sheets.
To whom should Companies Registry direct any enquiries about the information on this form?	NameAddress
	Telephone Extension

When completed, this form together with any enclosures should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast, BT1 4JX.

#### NOTES

## Read these notes carefully before completing the form

### 1. Registration requirement

Every Part XXIII company setting up a place of business in Northern Ireland must register.

If a "Place of Business" is being established then FORM 641 must be used: if a branch is being registered then this form must be used.

A company must register all of its branches.

The requirement to register applies to any limited company which is incorporated outside the United Kingdom and which establishes a branch in Northern Ireland. Great Britain companies, being within the UK, are not required to register any branches in Northern Ireland. They are, however, required to register as having a place of business by submitting form 641 when they set up business in Northern Ireland.

#### 2. Completion of form BR1

If this is the first registration of a branch of a Part XXIII company in the UK, ALL the relevant details of the form must be completed. If a previous branch of the company has already been registered in the UK, and has not closed, registration of the second and any subsequent branches need not complete Part Al Company details (provided any alterations to those details have been updated), but must complete part B (Branch details).

The forms should be delivered to the Registrar with supporting documents within 1 month of having opened the branch.

#### 3. "Legai Form"

The details of the company's legal form must be disclosed. This includes whether the company is a private or public company, whether it is limited, and, if so, the manner of limitation.

#### 4. "Governing Law"

A company which is not incorporated in an EC member state must state the law under which it is incorporated. This means the relevant rules or legislation which regulate the incorporation of companies in that state: e.g. "Companies Act of (state) 19XX"

### 5. Names

A Part XXIII company wishing to register its corporate name is subject to the same regulations as Northern Ireland companies. Accordingly, any name which a Part XXIII company wishes to use may be unacceptable or only permissable with the approval of the Department of Economic Development. A company which is served a notice to this effect may then complete form 644(4)(a) giving another name, approved by the Department of Economic Development, under which it proposes carrying on business in Northern Ireland.

## Notes (continued)

- (b) if the translation was made outside the United Kingdom, by(i) a notary public;
- (ii) a person authorised in the place where the translation was made to administer an oath;
- (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;
- (iv) a person certified by a person mentioned above known to him to be competent to translate the document into English.

### 10. Directors and secretary's details

"Director" includes any person who occupies the position of director regardless of what name he is called.

For an individual, show the full names, NOT INITIALS, together with any previous names. However, previous names need not be given in the case of

- a married woman, the name by which she was known prior to marriage;
- any former name which has been changed or disused since the age of 18, OR for at least 20 years;
- a peer, or an individual normally known by a title, you may state that title instead of the name by which that person was known before adopting the title.

If the director or secretary is a corporation or Scottish firm, show the corporate or firm name on the surname line.

### Addresses

Give the usual residential address

In the case of a corporation or Scottish firm, give the registered or principal office address.

### 11. Branch Address

Give the address of the principal place of business of the branch.

#### Delivery of documents in respect of more than one branch.

if the constitutional documents and last accounts of the company have been delivered in respect of another branch in the UK, prior to registration of this branch, the company may rely on these deliveries rather than delivering another set of documents. The company must mark the appropriate boxes, stating the branch in respect of which those documents have alreedy been delivered, the branch number, and the place at which they were registered.

If the company particulars have been delivered in respect of another branch of the company in Northern Ireland prior to registration of this branch (and any alterations have been updated), the company may rely on this delivery, rather than re-disclosing the particulars on this form.

#### Delivery of documents where previous place of business has been registered.

Where the constitutional documents, and the particulars of the directors and secretarylies) have been delivered in respect of a former place of business in Northern Ireland land changes to those documents or particulars have been updated), the company may rely on those deliveries rather than re-delivering the documents or re-disclosing those particulars in respect of the branch.

#### 8. Certification of constitutional documents.

A copy of the document(s) constituting or defining the company must be certified in the place of incorporation to be a true copy by:

(a) an official of the Government in whose custody the original is committed; or

- (b) a notary public; or
- (c) an officer of the company on oath taken before
- (i) a person having authority in that place to administer an oath; or
- (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

#### 9. Translations

If the constitutional documents of the company or the latest accounts and reports are not written in the English language, they must be accompanied by a certified translation. This must be done in the following manner:

- (a) If the translation is made in the United Kingdom, by :
- (i) a notery public in any part of the United Kingdom
- (ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or
- (iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

## 12. Business and Date of commencement.

State the date on which the branch was opened and give brief details of the business of the branch.

### 13. Photocopies

If there is insufficient space on the form for details about directors, secretaries or permanent representatives, you may photocopy the appropriate pages.

### 14. Completion of form.

The completed form should be signed by an officer or permanent representative of the company and delivered to the Registrar, together with any supporting documents within one month of the branch being established.

#### Delivery of winding-up, insolvency etc. particulars.

If, at any time prior to the registration in Northern Ireland of the first branch of a Part XXIII company, the company has become subject to winding up, insolvency or similar proceedings, and remains subject to those proceedings, the company must at the same time as delivering Form BR1, also deliver Form 6520(1), 6520(3), 652P(1) (as appropriate).

## BR2

## Return by a Part XXIII company subject to branch registration of an alteration to constitutional documents (Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986) Company number Company name Branch number **Branch Name** CONSTITUTIONAL an alteration was made to the **DOCUMENTS** constitutional document(s) of the company \* Defete as applicable A copy of the new instrument is attached Note.:- A company is only required to make a return in respect of a branch where the document altered is included amongst the material registered in respect of that branch. \* A certified translation is also attached ◆ Director / Secretary / Permanent representative Date When completed, this form should be returned to the address overleaf To whom should Companies Registry direct any enquiries about the Address information on this form? Telephone no.

When completed, this form should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

## BR3

This form should be corrected in blank

Return by a Part XXIII company subject to branch registration, for alteration of company particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986)

Company number	
Company name	
Gee note 1 on Page 3) Branch name (If different to company name)	
Destruies al shares	
Particulars of change	
1. Change of name	Old corporate name
Note:: if the company has changed its corporate name in its country of origin, give details here together with the date the change was registered or otherwise made.	New corporate name
Date of change	
Change in legal form     (Give details of change)     Note: If the company has changed its     legal form either by its own decision     or by a change in its parent law, give     details here	
3. Change to accounting requirements	Period for which the company is required to prepare accounts by parent law, in substitution for a period previously notified, has been changed to:  (dates)

Company Particulars NOTE.	The changes to items 3 - 7 only are not required to be notified by companies incorporated in an EC member state or if the changes are already disclosed in the constitutional documents which have been filled with the Registrar.
	On = the company changed its principal
4. Principal address	address in its parent state to
( give new principal place of business )	
* Insert date of change	
5. Objects	On the company changed its objects to those described below / attached
(state new objects)	
+delete as applicable	
6. Capital	On * the company increased/decreased its issued share capital from to
(state new issued share capital (incl. currency))	
7. Governing law	
List any change in the law under which the company was incorporated (e.g. a new Act) include the date of the change.	Date

When completed, this form should be signed overleaf and returned to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

	Form BR3
To whom should Companies Registry address any enquiries regarding the	Name Address
information on this form?	Tel. No
• Delete as applicable	This return is delivered in respect of all the branches listed below.
This notice must be delivered to he Registrar within 21 days of the notice of the alteration being sectived in Northern Ireland in due	Signed  (* Director / Secretary / Permanent representative )
due diligence)	Date

Registration number	Branch name
	····
ļ	
1	
1	
1	

NOTE: A return must be delivered in respect of any alteration to the company particulars by each branch of a Part XXIII company. If, however, a company has more than one branch in Northern Ireland, it may deliver only one form in respect of all those branches, provided it completes the table above on this page.

### BR4

Return by a Part XXIII company subject to branch registration of change of directors or secretary or of their particulars This form should be completed in block (Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.) Company number Branch number Company name Branch name Resignation, etc. Date of resignation etc DR (This includes any form of cessing to hold office e.g. Please mark the appropriate box.
If resignation atc is as a director and secretary
mark both boxes Resignation etc, as director Resignation etc, as secretary death or removal from office) Forenames Surname Date of birth (directors only) ( See note on page 4) This return is delivered in respect of all the branches listed on page 4 Name To whom should Companies Registry address any enquiries about the information <u>Address</u> on this form? Telephone

When completed, this form should be returned to the address on page 4

Appointment	Date of appointment	DA , , , ,
(Turn to page 3 notify resignation or	Appointment of director	CD Please mark the appropriate box.
alteration of particulars)	Appointment of secretary	If appointment is as a director and secretary mark both boxes.
•	Name *Style/title	
NOTES	Forenames	
Show the full forenames NOT INITIALS at the director or	Surname	
secretary is a Corporation or Scottish firm, phow the name on surname line and registered or principal office on the usual residential address line	∞ ⁴Honours etc	
Civo previous forenames or surnames except:	Previous forenames	
for a married woman the name before marriage need not be given.  for names not used since the age of 14	Pravious surnama	
or for at least 20 years A peer or individual known by a title may plate the lifte instead of or in addition to the forenames and surnam	Usual residential address	AD
* Voluntary details		
+ Directors only	Post town	
	County/region	
	Postcode	
Other directorships	<sup>+</sup> Date of birth	DO , , , <sup>+</sup> Nationality NA
Give the name of every company	<sup>+</sup> Business Occupation	loci
incorporated in Northern Ireland which the person concerned is a director at a director at a time in the past 5 years. Exclude a company which either is, or at all times during the past 5 years when the person was a director, was	Other directorships	
-dormain: - A parent company which wholly when the company making the roturn cannother wholly owned subsidiary of the same parent company  You may use a separate cheet of paper if necessary.	Scope of authority	The extent of the authority to represent the company is ( give details )
This return must be deliver the Registrar within 21 days notice being received in No	ed to soft the wither	These powers:  #
Ireland in due course of pos despatched with due dilige		Signed Date

A serving director etc must also sign the form on page 4

ALTERATION OF PARTICULARS	(this section is not for appointment or resignations)	nis
changed and then the appropriate section below  Change of name (e	Date of change of particulars Change of particulars, as director Change of particulars, as secretary Forenames Surname to Compenies Registry Date of birth (directors only) Inter new name) Surname Surname hange of usual residential address	XD
Give brief particulars authority of a director company, including a manner in which exis	r to represent the my alteration to the ling or new powers	Country  The extent of the authority of the above person to represent the company has been altered to :- (give details)
may be exercised (e. be exercised with oth		These powers:  May be exercised alone, or  Must be exercised with: (give names of co-authorised persons)

#### Form BR4

Registration number	Branch name

NOTE: A return must be delivered in respect of any alteration to the company particulars by each branch of a Part XXIII company. If, however, a company has more than one branch in Northern Ireland, it may deliver only one form in respect of all those branches, provided it completes the table above on this page.

When completed, this form should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

### BR5

# Return by a Part XXIII company subject to branch registration of change of address or other branch particulars

	(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.)
This form should be completed in black	
Company number	Branch number
Corporate name	
Branch name (if applicable)	
Change of Address	
Previous address of branch	RO
This return must be delivered to the Registrar within 21 days of the alteration being made.	Post town
	County
	Postcode
*Delete as applicable	
New address of branch	
	RO
N.B. If a company moves a branch from one part of the United Kingdom to another part of the United Kingdom then it must close its registration in the first part (notifying the Registrar)	Post town
and re-register the branch at the new registry.	County
non logistry.	Postcode
	Date of change
Change in nature of business carried on at the branch	
(Describe new business)	
	Date of change , , ,

See overleaf for other branch changes

Change of business name of the branch	Previous name
	New name
	Date of change
Signature	Signed - Director / Secretary / Permanent representative
	Date
To whom should Companies Registry address any enquiries about the information on this form?	
	Tel

When completed, this should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast, BT1 4JX.

### BR6

This form should be completed in black.
This notice must be delivered to the
Registrar within 21 days of the
alteration being made.

#### Return of change of person authorised to accept service or to represent the branch of a Part XXIII Company or of any change in their particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.)

Company number  Company name  Branch name (if different to corporate name)  TERMINATION OF AUTHORITY	Branch number
See overleaf for appointments and change of particulars	Position vacated  (Mark appropriate box(es))  Person authorised to accept service on the company's behalf  Person authorised to represent the company at the branch
Complete these details for resignation of any person authorised to accept service or process on the company's behalf or who was authorised to represent the company in relation to the business of the branch.	Name Address
To whom should Companies Registry direct any enquiries about the information on this form?	Tel.

When completed, this form should be delivered to the address on page 4

APPOINTMENT	
Persons authorised to represent the company or who may accept service or process Give the name and address of the person appointed , together with the date of appointment. Mark the box(es) relevant to the appointment is to both positions mark both boxes.	* Style/Title  Forenames  Surname  Address  County/Region  Postcode
*Delete as appropriate.	Is authorised to accept service of process on the company's behalf
	*AND/OR  Is authorised to represent the company in relation to that business  Date of appointment
SCOPE OF AUTHORITY	The authority to represent the company is:-  Is # Authorised to accept service of process on the company's behalf  AND/OR  Is # Authorised to represent the company in relation to that business  The extent of the authority to represent the company is:- (give details)
Give brief particulars of the extent of the powers exercised. (e.g., whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s), concerned.	
	These powers :-
# Mark box(es) as appropriate)	# May be exercised alone OR # Must be exercised with :- (Give name(s) of co-authorised person(s))

CHANGE OF	Date of change
PARTICULARS  Mark the apprepriate	Change of particulars of person authorised to accept service
bas. If change relates to both positions, mark both baxes	p-num
Ì	Change of particulars of person authorised to represent the company
Change Name previously of name notified to	Forenames
Companies Registry L	Surname
" Л	Forenames
New name	Surname
Change of residential address (enter new address)	Address
(10.10	· · · · · · · · · · · · · · · · · · ·
	Post town
	CountyPostcode
	Country
Change of authority to act	
(this part does not apply to a person authorised to accept service on behalf of the company)	The extent of the authority of the above person to represent the company has been altered to :- [give details]
Give brief particulars of any change in the authority of the officer to represent the company, including any atteration to the manner in which the existing or new powers may be exercised (e.g. requiring them to be exercised with other persons)	
Villa Paradilla)	The powers:
	# May be exercised alone
	OR
# Mark appropriate box	# MUST be exercised with: [give names of co-authorised person(s)]
	MAPA
Signature	Signed(director \ Secretary \ Permanent represent )
Delete as applicable	Date

#### Form BR6

When completed, this form should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast, BT1 4JX.

## BR7

This form should be completed in black.	Return by a Part XXIII company of the branch at which the constitutional documents of the company have been registered in substitution for a previous branch  (Pursuant to Schedule 20A, paragraph 8(2) of the Companies (Northern Ireland) Order 1986.)	
Company number  Company name		
If this form is delivered in respect of other branches in Northern Ireland, list the branch numbers overleaf.	Gives notice that the : -	
	Constitutional documents of the company  A certified translation	
<b>∌</b> Mark appropriate boxes	are now included in the documents which are registered in respect of another branch	
	Registered number of that branch  Place of registration  * Cardiff	
This return must be delivered to the Registrar within 21 days of the notice of the alteration being received in Northern Ireland in due course of post (if despatched with due dilligence)	* Director / Secretary / Permanent representative	
•Delete as applicable.	This form is delivered in respect of all the branches listed overleaf	
To whom should Companies Registry direct any enquiries about the information on this form?		
	Tel.	

#### Form BR7

Registration number	Branch name
	1

When completed, this form should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

SCHEDULE 3

Regulation 4(2)

Prescribed Particulars in Prescribed Forms

Forms BR2; BR3; BR4; BR5; and BR6

#### **EXPLANATORY NOTE**

(This note is not part of the Regulations.)

These Regulations prescribe forms to be used in filing particulars with the registrar of companies in connection with the new regime for the registration of branches of Part XXIII companies, introduced by the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198).

These also prescribe amended forms (Forms 641, 644(4)(a) and 644(4)(b)) in connection with the registration of a place of business of a Part XXIII company pursuant to Article 641, and the registration of names of Part XXIII Companies. There is, however, a transitional provision permitting the continued use of the existing forms for a period of 12 months following the commencement of these regulations.

The Regulations also provide how certain translations of documents, required to be filed with the registrar of companies in respect of the branches of Part XXIII companies, are to be certified.