
 STATUTORY INSTRUMENTS

1983 No. 1023

COMPANIES

The Companies (Annual Return) Regulations 1983

<i>Made</i> - - - -	14th July 1983
<i>Laid before Parliament</i>	27th July 1983
<i>Coming into Operation</i>	1st January 1984

The Secretary of State, in exercise of the powers conferred by section 454(2) of the Companies Act 1948(a) and now vested in him(b), hereby makes the following Regulations:—

1. These Regulations may be cited as the Companies (Annual Return) Regulations 1983 and shall come into operation on 1st January 1984.

2. The Companies (Annual Return) Regulations 1977(c) and the Companies (Annual Return) (Amendment) Regulations 1979(d) are hereby revoked.

3. There shall be substituted for the form set out in Part II of the Sixth Schedule to the Companies Act 1948(e), the form set out in the Schedule to these Regulations.

14th July 1983.

Alexander Fletcher,
Parliamentary Under Secretary of State,
Department of Trade and Industry.

(a) 1948 c. 38; section 454(2) was amended by section 88 of and Schedule 4 to the Companies Act 1980 (c. 22) and other provisions not relevant to this instrument.

(b) S.I. 1970/1537.

(c) S.I. 1977/1368.

(d) S.I. 1979/54.

(e) The form of the annual return in Part II of the Sixth Schedule was substituted by the Companies (Annual Return) Regulations 1977 and amended by the Companies (Annual Return) (Amendment) Regulations 1979 and by section 88 of and Schedules 3 and 4 to the Companies Act 1980.

Notes

- 1 Include also any indebtedness in respect of mortgages and charges which would have been required to be so registered if created after 1st July 1908.
- 2 Scottish companies must state the total amount of indebtedness of the company in respect of all mortgages and charges which if the company had been registered in England would be required to be registered with the Registrar of Companies including indebtedness required by virtue of note 1.
- 3 If the register of members or any register of debenture holders is kept otherwise than in a legible form (eg on a computer) the Companies (Registers and other Records) Regulations 1979 (SI 1979/53) made under section 3 of the Stock Exchange (Completion of Bargains) Act 1976 requires notification in the annual return of the place in Great Britain where such register may be inspected if that place of inspection is elsewhere than at the registered office.
If any register of debenture holders or any part of it is kept outside Great Britain, insert the address in Great Britain where any duplicate of such register or part is kept unless it is kept at the registered office. See section 86 of the Companies Act 1948, which prohibits a company registered in England and Wales from keeping in Scotland a register of debenture holders or a duplicate of such register, and prohibits a company registered in Scotland from keeping any such register or duplicate in England and Wales.
- 4 Full names must be given. In the case of an individual his present Christian name(s) and surname must be given together with any previous Christian names or surname. 'Christian name' includes a forename and 'surname', in the case of a peer or person usually known by a title different from his surname, means that title. In the case of a corporation its corporate name must be given. 'Previous Christian names or surname' does not include:-
 - (a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title, or
 - (b) in the case of any person, a previous Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years, or
 - (c) in the case of a married woman, the name or surname by which she was known previous to the marriage.
- 5 Where all the partners in a firm are joint secretaries, only the name and principal office of the firm need be stated.
- 6 Where the secretary or one of the joint secretaries is a Scottish firm the details required are the firm name and its principal office.
- 7 Usual residential address must be given or, in the case of a corporation, the registered or principal office.
- 8 Include payments on application and allotment and any sums received on shares forfeited.
- 9 If there is insufficient space use a prescribed continuation sheet. '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 the company are accustomed to act.
- 10 The names of all bodies corporate incorporated in Great Britain of which the director is also a director (see note 9) or has been a director at any time during the preceding five years must be given. A current or past directorship need not be disclosed however if it has been held in a body corporate which, throughout that directorship (excluding the period of the directorship held more than five years ago), has been
 - (a) a dormant company, ie one for which no significant accounting transaction (within the meaning of section 12(6) of the Companies Act 1981) has occurred,
 - (b) a body corporate of which the company making the return was a wholly owned subsidiary,
 - (c) a wholly owned subsidiary of the company making the return, or
 - (d) a wholly owned subsidiary of a body corporate of which the company making the return was also a wholly owned subsidiary.

A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other's wholly owned subsidiaries and its or their nominees.
- 11 Dates of birth need only be given in the case of directors of a company which is subject to section 185 of the Companies Act 1948, namely a company which is a public company or, being a private company, is a subsidiary of a public company or of a body corporate registered as a public company under the law relating to companies for the time being in force in Northern Ireland.
- 12 Give list of persons holding shares or stock in the company on the fourteenth day after the holding of the annual general meeting. Show also those persons who have ceased to hold shares or stock in the company since the date of the last return or, if this is the company's first return, since the date of incorporation. If this space is insufficient use a prescribed continuation sheet.
Where a company keeping a dominion register receives at its registered office after the date when the annual return is completed, copies of entries made in the dominion register, the relevant particulars of those entries shall be included in a subsequent return.
- 13 If the names in the list are not arranged in alphabetical order, an index sufficient to enable the name of any person to be readily found must be annexed.
- 14 If the return for either of the two immediately preceding years has given as at the date of that return the full particulars required as to past and present members and the shares and stock held and transferred by them, the only particulars which need to be given are those relating to persons ceasing to be or becoming members since the date of the last return, the shares transferred since that date or the changes since that date in the amount of stock held by a member. In the case of a company keeping a dominion register the full particulars referred to above do not include particulars of entries in the dominion register not received at the registered office before the date when the relevant annual return was completed.
- 15 The aggregate number of shares held by each member must be stated and the aggregate must be added up so as to agree with the number of shares stated in the 'summary of share capital and debentures' (page 2 item 1) to have been taken up.
- 16 When the shares are of different classes these columns should be sub divided, so that the number of each class held, or transferred, may be shown separately. Where any shares have been converted into stock the amount of stock held by each member must be shown.
- 17 The date of registration of each transfer should be given as well as the number of shares transferred on each date. The particulars should be placed opposite the name of the transferor and not opposite that of the transferee, but the name of the transferee may be inserted in the 'remarks' column immediately opposite the particulars of each transfer.

THE COMPANIES ACTS 1948 TO 1981

Form No. 6a
continuation

Please do not
write in this
binding margin.

**Annual return of a company
having a share capital (continuation)**

Continuation sheet No _____
of _____



This sheet should be attached to and forms part of the annual return for _____
_____ made up
to the _____ 19 _____ Company number

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Please complete
legibly, preferably
in black type, or
bold block lettering.

Particulars of the directors of the company at the date of this return (note 9)

*enter particulars
of other director-
ships held or
previously held
(see note 10). If
this space is
insufficient
continue on
back page.

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
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Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (where applicable) (note 11)
Other directorships *	

Particulars of other directorships held or previously held (note 10) specifying the director in question

Please do not
write in this
binding margin



Please complete
legibly, preferably
in black type, or
bold block letters

A large, empty rectangular box with a thick black border, intended for the user to provide details about other directorships held or previously held.

EXPLANATORY NOTE

(This Note is not part of the Regulations.)

These Regulations alter the form of the annual return required to be made by a company having a share capital, presently set out in the Schedule to the Companies (Annual Return) Regulations 1977, as amended by the Companies (Annual Return) (Amendment) Regulations 1979 and the Companies Act 1980.

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