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STATUTORY INSTRUMENTS

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**2005 No. 2747**

**COMPANIES**

**The Companies (Forms) (Amendment) Regulations 2005**

*Made - - - - 28th September 2005*

*Coming into force - - 1st October 2005*

The Secretary of State, in exercise of the powers conferred on him by sections 88(2), 88(3) and 744 of the Companies Act 1985(1) and of all other powers enabling him in that behalf hereby makes the following Regulations:

**1.** These Regulations may be cited as the Companies (Forms) (Amendment) Regulations 2005 and shall come into force on 1st October 2005.

**2.** Forms 88(2) (Revised 2005) and 88(3) (Revised 2005) in the Schedule to these Regulations, with such variations as circumstances require, are forms prescribed for the purposes of sections 88(2) and 88(3) respectively of the Companies Act 1985 in relation to allotments of shares made on or after 1st December 2003.

**3.—(1)** Except to the extent specified in paragraph 3(2), the following forms shall cease to be prescribed in relation to allotments of shares made on or after 1st December 2003—

(a) Form 88(2) in the Schedule to the Companies (Forms) (Amendment) (No.2) Regulations 1999(2),

(b) Form 88(3) in Schedule 3 to the Companies (Forms) Regulations 1985(3).

(2) Notwithstanding paragraph 3(1), the forms mentioned in that paragraph may continue to be used for a return delivered to the registrar before 31st October 2006.

28th September 2005

*Claire Clancy*  
for the Secretary of State  
Department of Trade and Industry

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(1) 1985 c. 6; sections 88(3) and (4) were amended by the Stamp Duty Land Tax (Consequential Amendment of Enactments) Regulations 2003 (S.I. 2003/2868). See the definition of “prescribed” in section 744 of the Companies Act 1985.  
(2) S.I. 1999/2678.  
(3) S.I. 1985/854.

**Status:** This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

SCHEDULE

# 88(2)

(Revised 2005)

## Return of Allotment of Shares

*Please complete in typescript, or in bold black capitals.*

**Company Number**

**Company name in full**

**Shares allotted (including bonus shares):**

	From			To		
Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	Day	Month	Year	Day	Month	Year
Class of shares <i>(ordinary or preference etc)</i>						
Number allotted						
Nominal value of each share						
Amount (if any) paid or due on each share <i>(including any share premium)</i>						

*List the names and addresses of the allottees and the number and class of shares allotted to each overleaf*

**If the allotted shares (including bonus shares) are fully or partly paid up otherwise than in cash please state:**

% that each share is to be treated as paid up			
% (if any) that each share is to be paid up in cash			
Consideration for which the shares were allotted <i>(This information must be supported by the original contract or by Form 88(3) if the contract is not in writing)</i>			

When you have completed and signed the form please send it to the Registrar of Companies at:

**Companies House, Crown Way, Cardiff, CF14 3UZ**      **DX 33050 Cardiff**  
 for companies registered in England and Wales      **or**  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
 for companies registered in Scotland      **or LP - 4 Edinburgh 2**

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**Names and addresses of the allottees**

<b>Shareholder details</b> <i>(list joint allottees as one shareholder)</i>	<b>Shares and share class allotted</b>	
Name(s) _____ Address _____ _____ UK Postcode    L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode    L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode    L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode    L L L L L L L	Class of shares allotted	Number allotted
Name(s) _____ Address _____ _____ UK Postcode    L L L L L L L	Class of shares allotted	Number allotted

Please enter the number of continuation sheets (if any) attached to this form

**Signed** \_\_\_\_\_ **Date** \_\_\_\_\_  
A director / secretary / administrator / administrative receiver / receiver manager / receiver Please delete as appropriate

**Contact Details**  
 You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Tel
DX number                      DX exchange

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Please complete in typescript, or in bold black capitals.

# 88(3)

(Revised 2005)

## Particulars of a contract relating to shares allotted as fully or partly paid up otherwise than in cash

**Note:** This form is only for use where the contract has not been reduced to writing

**Company Number**

**Company name in full**

gives the following particulars of a contract which has not been reduced to writing

<p><b>1</b> Class of Shares <i>(ordinary or preference etc)</i></p>		
<p><b>2</b> The number of shares allotted as fully or partly paid up otherwise than in cash</p>		
<p><b>3</b> The nominal value of each such share</p>		
<p><b>4a</b> The amount of such nominal value to be considered as paid up on each share otherwise than in cash</p>		
<p><b>b</b> The value of each share allotted ie. the nominal value and any premium</p>		
<p><b>c</b> The amount to be considered as paid up in respect of <b>b</b></p>		

*continue overleaf*

**Signed**  **Date**

\*\*Delete as appropriate

\*\* A director / secretary / administrator / administrative receiver / receiver / official receiver / receiver manager / voluntary arrangement supervisor

**Contact Details**

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Tel	
DX number	DX exchange

Companies House receipt date barcode

When you have completed and signed the form please send it to the Registrar of Companies at:  
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 for companies registered in England and Wales      or  
**Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB**      **DX 235 Edinburgh**  
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**5** If the consideration for the allotment of such shares is services, or any consideration other than that mentioned in 6,7 or 8 below, state the nature and amount of such consideration, and the number of shares allotted

**6** If the allotment is a bonus issue, state the amount of reserves capitalised in respect of this issue

**7** If the allotment is made in consideration of the release of a debt, e.g., a director's loan account, state the amount released

**8** If the allotment is made in connection with the conversion of loan stock, state the amount of stock converted in respect of this issue

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## EXPLANATORY NOTE

*(This note is not part of the Regulations)*

These Regulations prescribe amended forms 88(2) (Revised 2005) and 88(3) (Revised 2005) for use in relation to allotments of shares made on or after 1st December 2003. The amendments to the forms are to take account of the abolition of stamp duty (except on instruments relating to stock or marketable securities) under the provisions of Part 4 of the Finance Act 2003 (c. 14) and the consequential amendment of section 88 of the Companies Act 1985 (c. 6) by the Stamp Duty Land Tax (Consequential Amendment of Enactments) Regulations 2003 (S.I.2003/2868).

Form 88(2) prescribed by the Companies (Forms) (Amendment) (No.2) Regulations 1999 and the form 88(3) prescribed by the Companies (Forms) Regulations 1985 continue to be prescribed in relation to allotments made before 1st December 2003. They may also be used for returns made before 31st October 2006 in relation to allotments made on or after 1st December 2003.