

*Status: Point in time view as at 01/04/2013.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Cross Heading: Details relating to the offer. (See end of Document for details)*

## SCHEDULES

### <sup>F1</sup>SCHEDULE 3

#### MANDATORY CONTENTS OF PROSPECTUS

##### Textual Amendments

**F1** Schs. 1-15B repealed (prosp.) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16** and the repeal being partly in force, as to which see individual provisions

##### Modifications etc. (not altering text)

**C1** Sch. 3 applied with modifications by S.I. 1985/680, regs. 4–6, **Sch.**

**C1** Sch. 3 modified by S.I. 1991/823, reg. 2(1), **Sch.1**

### [<sup>F1</sup>PART I

#### MATTERS TO BE STATED

##### Textual Amendments

**F1** Sch. 3 repealed by Financial Services Act 1986 (c. 60, SIF 69), s. 212(3), **Sch. 17 Pt. I** (the repeal being or coming into force as mentioned in S.I. 1986/2246, art. 5, Sch. 4, **1988/1960**, art. 4 (as amended) and S.I. 1988/2285, **art. 5** and being otherwise *prosp.*)

#### *Details relating to the offer*

- 3 (1) The prospectus must state—
- the time of the opening of the subscription lists, and
  - the amount payable on application and allotment on each share (including the amount, if any, payable by way of premium).
- (2) In the case of a second or subsequent offer of shares, there must also be stated the amount offered for subscription on each previous allotment made within the 2 preceding years, the amount actually allotted and the amount (if any) paid on the shares so allotted, including the amount (if any) paid by way of premium.
- 4 (1) There must be stated the number, description and amount of any shares in or debentures of the company which any person has, or is entitled to be given, an option to subscribe for.
- (2) The following particulars of the option must be given—
- the period during which it is exercisable,
  - the price to be paid for shares or debentures subscribed for under it,
  - the consideration (if any) given or to be given for it or the right to it,

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- (d) the names and addresses of the persons to whom it or the right to it was given or, if given to existing shareholders or debenture holders as such, the relevant shares or debentures.
  - (3) References in this paragraph to subscribing for shares or debentures include acquiring them from a person to whom they have been allotted or agreed to be allotted with a view to his offering them for sale.
- 5      The prospectus must state the number and amount of shares and debentures which within the 2 preceding years have been issued, or agreed to be issued, as fully or partly paid up otherwise than in cash; and—
- (a) in the latter case the extent to which they are so paid up, and
  - (b) in either case the consideration for which those shares or debentures have been issued or are proposed or intended to be issued.]

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