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STATUTORY INSTRUMENTS

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**2008 No. 1861**

**COMPANIES**

**The Companies (Forms) (Amendment) Regulations 2008**

*Made* - - - - *3rd July 2008*

*Coming into force* - - *1st October 2008*

The Secretary of State makes the following Regulations in exercise of the powers conferred by section 363(2) of the Companies Act 1985<sup>(1)</sup> and section 1167 of the Companies Act 2006<sup>(2)</sup>.

1. These Regulations may be cited as the Companies (Forms) (Amendment) Regulations 2008 and come into force on 1st October 2008.

2. Form 363a in the Schedule to these Regulations, with such variations as circumstances require, is a form prescribed for the purpose of section 363(2) Companies Act 1985

3.—(1) Except to the extent specified in paragraph (2), the following forms are revoked —

(a) Forms 363a and 363s in the Schedule to the Companies (Forms) (Amendment) Regulations 2002<sup>(3)</sup>, and

(b) Forms 363a and 363s in the Schedule to the Companies (Forms) (Amendment) Regulations 1999<sup>(4)</sup>.

(2) Notwithstanding paragraph (1), the forms mentioned in that paragraph may continue to be used for an annual return delivered to the registrar made up to a date before 1st October 2008.

3rd July 2008


*Gareth Jones*  
for Secretary of State  
Department for Business, Enterprise and  
Regulatory Reform

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(1) 1985 c. 6; section 363 was substituted by section 139(1) of the [Companies Act 1989\(c.40\)](#).  
(2) [2006 c.46](#)  
(3) [S.I. 2002/691](#)  
(4) [S.I. 1999/2356](#)

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SCHEDULE



# 363a

Please complete in typescript, or in bold black capitals.

## Annual Return

**CHFP000**

**Company number** \_\_\_\_\_

**Company name in full** \_\_\_\_\_

\_\_\_\_\_

**Date of this return**  
The information in this return is made up to

Day      Month      Year

|\_| / |\_| / |\_|\_|

**Date of next return**  
If you wish to make your next return to a date earlier than the anniversary of this return please show that date here. Companies House will then send a form at the appropriate time.

Day      Month      Year

|\_| / |\_| / |\_|\_|

**Registered Office**  
Show here the address at the date of this return

\_\_\_\_\_

\_\_\_\_\_

Any change of registered office must be notified on form 287

**Post town** \_\_\_\_\_

**County/Region** \_\_\_\_\_

**UK Postcode** |\_|\_| |\_|\_| |\_|\_|

**Principal business activities**  
Show trade classification code number(s) for the principal activity or activities

\_\_\_\_\_

\_\_\_\_\_

If the code number cannot be determined, give a brief description of principal activity

\_\_\_\_\_

\_\_\_\_\_

Companies House receipt date barcode

This form has been provided free of charge by Companies House

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

<b>Companies House, Crown Way, Cardiff, CF14 3UZ</b>	<b>DX 33060 Cardiff</b>
for companies registered in England or Wales	or
<b>Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB</b>	<b>DX ED235 Edinburgh 1</b>
For companies registered in Scotland	or <b>LP-4 Edinburgh 2</b>

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<b>Register of members</b> If the register of members is not kept at the registered office, state here where it is kept	_____
	_____
<b>Post town</b>	_____
<b>County/Region</b>	_____
<b>UK Postcode</b>	
<b>Register of Debenture holders</b> If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept	_____
	_____
<b>Post town</b>	_____
<b>County/Region</b>	_____
<b>UK Postcode</b>	
<b>Company type</b>	
Public limited company	<input type="checkbox"/>
Private company limited by shares	<input type="checkbox"/>
Private company limited by guarantee without share capital	<input type="checkbox"/>
Private company limited by shares exempt under section 30	<input type="checkbox"/>
Private company limited by guarantee exempt under section 30	<input type="checkbox"/>
Private unlimited company with share capital	<input type="checkbox"/>
Private unlimited company without share capital	<input type="checkbox"/>
	Please tick the appropriate box
<b>Company Secretary</b>	<b>Details of a new company secretary must be notified on form 288a</b>
* Voluntary details (Please photocopy this area to provide details of joint secretaries).	<b>Name *Style/Title</b> _____
	<b>Forename(s)</b> _____
	<b>Surname</b> _____
†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.	<input type="checkbox"/> <b>Address ††</b> _____
	_____
	<b>Post town</b> _____
	<b>County/Region</b> _____
	<b>UK Postcode</b>
If a partnership, give the names and addresses of the partners or the name of the partnership and office address	<b>Country</b> _____

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<b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name	<b>Details of new directors must be notified on form 288a</b>
<b>†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</b> <input type="checkbox"/>	<b>Name</b> *Style/Title _____
	Day Month Year <b>Date of birth</b>     /     /         _____
	<b>Forename(s)</b> _____
	<b>Surname</b> _____
	<b>Address ††</b> _____ _____
	<b>Post town</b> _____
	<b>County/Region</b> _____
	<b>UK Postcode</b>                 _____
	<b>Country</b> _____
	<b>Nationality</b> _____
	<b>Business occupation</b> _____
	<b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name
<b>†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</b> <input type="checkbox"/>	<b>Name</b> *Style/Title _____
	Day Month Year <b>Date of birth</b>     /     /         _____
	<b>Forename(s)</b> _____
	<b>Surname</b> _____
	<b>Address ††</b> _____ _____
	<b>Post town</b> _____
	<b>County/Region</b> _____
	<b>UK Postcode</b>                 _____
	<b>Country</b> _____
	<b>Nationality</b> _____
	<b>Business occupation</b> _____

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Issue share capital Enter details of all the shares in issue at the date of this return	Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<input type="text"/>	<input type="text"/>	<input type="text"/>
	<b>Totals</b>	<input type="text"/>	<input type="text"/>

**Traded public companies**  
A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

**List of past and present shareholders**  
(use attached schedule where appropriate)

Please tick the appropriate box below:

	On paper	In another format
Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.	<input type="checkbox"/>	<input type="checkbox"/>
Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.	<input type="checkbox"/>	<input type="checkbox"/>
A list containing shareholder changes is enclosed	<input type="checkbox"/>	<input type="checkbox"/>
→ For private or non-traded public companies, please complete <b>Schedule A</b>		
→ For traded public companies, please complete <b>Schedule B</b>		
There were no shareholder changes in this period	<input type="checkbox"/>	

**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief

Signed  Date

\*(director / secretary)

This return includes  continuation sheets  
(enter number)

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.

DX number  DX exchange

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<p><b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name</p>	<p><b>Details of new directors must be notified on form 288a</b></p> <p>Name *Style/Title _____</p> <p>Day Month Year</p> <p>Date of birth [ ] [ ] / [ ] [ ] / [ ] [ ] [ ]</p> <p>Forename(s) _____</p> <p>Surname _____</p> <p>Address †† _____</p> <p><input type="checkbox"/> Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</p> <p>Post town _____</p> <p>County/Region _____</p> <p>UK Postcode [ ] [ ] [ ] [ ] [ ] [ ] [ ]</p> <p>Country _____</p> <p>Nationality _____</p> <p>Business occupation _____</p>
<p><b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name</p>	<p><b>Details of new directors must be notified on form 288a</b></p> <p>Name *Style/Title _____</p> <p>Day Month Year</p> <p>Date of birth [ ] [ ] / [ ] [ ] / [ ] [ ] [ ]</p> <p>Forename(s) _____</p> <p>Surname _____</p> <p>Address †† _____</p> <p><input type="checkbox"/> Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</p> <p>Post town _____</p> <p>County/Region _____</p> <p>UK Postcode [ ] [ ] [ ] [ ] [ ] [ ] [ ]</p> <p>Country _____</p> <p>Nationality _____</p> <p>Business occupation _____</p>

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<b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name		<b>Details of new directors must be notified on form 288a</b>	
<b>†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</b>	<input type="checkbox"/>	<b>Name</b>	<b>*Style/Title</b> _____ Day      Month      Year
		<b>Date of birth</b>	____ / ____ / ____
		<b>Forename(s)</b>	_____
		<b>Surname</b>	_____
		<b>Address ††</b>	_____ _____
		<b>Post town</b>	_____
		<b>County/Region</b>	_____
		<b>UK Postcode</b>	____ _
		<b>Country</b>	_____
		<b>Nationality</b>	_____
		<b>Business occupation</b>	_____
	<b>Directors</b> Please list the directors in alphabetical order * Voluntary details In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name		<b>Details of new directors must be notified on form 288a</b>
<b>†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.</b>	<input type="checkbox"/>	<b>Name</b>	<b>*Style/Title</b> _____ Day      Month      Year
		<b>Date of birth</b>	____ / ____ / ____
		<b>Forename(s)</b>	_____
		<b>Surname</b>	_____
		<b>Address ††</b>	_____ _____
		<b>Post town</b>	_____
		<b>County/Region</b>	_____
		<b>UK Postcode</b>	____ _
		<b>Country</b>	_____
		<b>Nationality</b>	_____
		<b>Business occupation</b>	_____

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**This must only be completed by private and public limited companies that have not traded on a regulated market**

**Schedule A**  
**for private or non-traded public companies**  
**List of past and present shareholders**

(Please use a continuation sheet if required)

Company number \_\_\_\_\_

Company name in full \_\_\_\_\_

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all company shareholders on:
  - The company's first annual return following incorporation
  - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

**Do not give shareholder address information**

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i> Class and number of shares or amount of stock transferred	Date of registration of transfer
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			



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**Schedule A**  
**for private or non-traded public companies**  
**(continuation sheet)**  
**List of past and present shareholders**

Company number \_\_\_\_\_

Shareholder's name only	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i>	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			
Name -----			

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**This must only be completed by companies that have traded on a regulated market and must show the details of shareholders who held at least 5% of the issued shares of any class of the company at any time during the period**

Company number \_\_\_\_\_

Company name in full \_\_\_\_\_

**Schedule B**  
**for traded public companies**  
**List of past and present shareholders**

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a list of all company shareholders who held at least 5% of the issued shares of any class of the company on:
  - The company's first annual return following incorporation
  - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

Shareholder's name and address	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i>	Date of registration of transfer
Name ----- Address ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- UK Postcode L L L L L L L L			

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**Schedule B  
for traded public companies  
(continuation sheet)  
List of past and present shareholders**

Company number \_\_\_\_\_

Shareholder's name and address	Class and number of shares or amount of stock held	Shares or amount of stock transferred <i>(if appropriate)</i>	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			
Name ----- Address ----- ----- ----- UK Postcode L L L L L L L L			

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## EXPLANATORY NOTE

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

These Regulations prescribe amended form 363a for the purposes of section 363(2) of the Companies Act 1985, with effect from 1 October 2008. The Regulations also revoke the following existing forms 363a and 363s (prescribed by the Companies (Forms) (Amendment) Regulations 2002) and form 363a and 363s (prescribed by Companies (Forms) (Amendment) Regulations 1999 and retained as alternatives to the forms prescribed by the Companies (Forms) (Amendment) Regulations 2002). However, continued use of those revoked forms is permitted for returns made up to a date before 1 October 2008.

Form 363a is amended to reflect amendments to the shareholder information provided. The amendments are made by the Companies Act 1985 (Annual Return) Regulations 2008 (S.I.2008/1659) applying to annual returns made up to a date on or after 1 October 2008. The type of information to be supplied depends on whether or not any of the company's shares were admitted to trading on a regulated market during the period to which the return relates.