ELIZABETH II



1985 CHAPTER xxiv

An Act to make provision for the transfer to the State of Delaware in the United States of America of the incorporation of C-Poultry Company Limited; for the cesser of application to that company of provisions of the Companies Act 1985; and for purposes incidental thereto. [16th July 1985]

WHEREAS—

(1) C-Poultry Company Limited (hereinafter in this Act referred to as "the Company") is a company within the meaning of the Companies Act 1985, and is a company limited by shares: 1985 c. 6.

(2) The Company is a wholly-owned subsidiary, within the meaning of section 736 of the Companies Act 1985, of Country Poultry, Inc., a corporation domiciled and registered in the United States of America:

(3) The Company carries on the business of the production, processing and marketing of poultry and poultry products and the marketing of other meat and food products:

(4) The registered office of the Company is situated in England:

(5) Having regard to the fact that the area of operation of the Company is wholly in the United States of America, certain advantages would accrue to the Company if it were incorporated under the laws of the State of Delaware instead of under the laws of England:

(6) No procedure exists whereby the incorporation of a company to which the Companies Act 1985 applies can be transferred from England to another country: 1985 c. 6.

(7) Under and subject to the law relating to corporations in the State of Delaware the Company will be able, on the passing of this Act, to become a corporation incorporated in that state:

(8) The objects of this Act cannot be attained without the authority of Parliament:

May it therefore please Your Majesty that it may be enacted, and be it enacted, by the Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

Short title.

1. This Act may be cited as the C-Poultry Company Limited Act 1985.

Interpretation.

2. In this Act—

"the date of incorporation" means the date on which the Company becomes a corporation incorporated under the laws of Delaware;

"Delaware" means the State of Delaware in the United States of America;

"the registrar" means the registrar or other officer performing under the Companies Act 1985 the duty of registration of companies in England.

Incorporation in State of Delaware.

3. Subject to the laws in force in Delaware, and with such legislative, governmental, municipal or other authority, concession, licence or consent as may be necessary, the Company may become incorporated under the laws of Delaware.

Removal from register in England.

4.—(1) On the date of incorporation, the Company shall notify the registrar thereof by telex or cablegram and transmit to him as soon as is reasonably practicable by registered or insured post a Queen's Printer's copy of this Act and a copy of the certificate of incorporation of the Company issued in Delaware, and on the receipt of that certificate the registrar shall, with effect from the date of incorporation, strike the name of the Company from the register of companies in England, and from that date the Companies Act 1985 (except in so far as the provisions of that Act apply to oversea companies) shall not apply to the Company, but the Company shall (save for its incorporation in Delaware) for all purposes be the same company after the date of incorporation as it was before that date.

1985 c. 6.

(2) The registrar shall retain and register the copy of the certificate of incorporation transmitted to him under this section.

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