COMPANIES

1957 No. 606

The Companies (Forms) (Amendment) Order, 1957

Made - - - -	8*th April*, 1957
Coming into Operation	15*th April*, 1957

The Board of Trade in pursuance of the powers conferred upon them by section 209 and subsection (1) of section 455 of the Companies Act, 1948(**a**), and of all other powers enabling them in that behalf hereby order as follows:—

1. The Companies (Forms) Order, 1949(**b**), shall have effect as if for Forms Nos. 100A and 100B set out in the Schedule thereto there were substituted the Forms set out in the Schedule to this Order.

2. This Order may be cited as the Companies (Forms) (Amendment) Order, 1957, and shall come into operation on the 15th day of April, 1957.

Dated this 8th day of April, 1957.

J. Cowen,

An Assistant Secretary of the Board of Trade.

(a) 11 & 12 Geo. 6. c. 38.

(b) S.I. 1949/382 (1949 I, p. 714).

THE SCHEDULE

Form No. 100A

THE COMPANIES ACT, 1948

NOTICE TO NON-ASSENTING SHAREHOLDERS

Pursuant to Section 209 (2)

re (*a*) ..... Limited
(hereinafter called " the transferor company ")

Notice by (*b*) ..... Limited
(hereinafter called " the transferee company ")

To (*c*) .....

WHEREAS in pursuance of a scheme or contract involving the transfer of the (*d*) ..... shares in the transferor company to the transferee company certain shares were on the ..... day of ....., 19....., transferred to the transferee company or to its nominee.

NOW THEREFORE the transferee company in pursuance of subsection (2) of section 209 of the Companies Act, 1948, hereby gives you notice that those shares together with such other (*d*) ..... shares in the transferor company as were held by or by a nominee for the transferee company or its subsidiary at the said date comprise or include nine-tenths in value of all the (*d*) ..... shares in the transferor company.

AND FURTHER take notice that you may within three months from the giving of this notice give notice that you require the transferee company to acquire your holding of (*d*) ..... shares in the transferor company, and that if you give such notice the transferee company shall be entitled and bound to acquire those shares on the terms on which under the said scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as may be agreed or as the Court on the application of either the transferee company or yourself/yourselves thinks fit to order.

(Signature) .....

for (*b*) .....
(*State whether Director or Secretary*)

Dated this ..... day of ....., 19.....

(*a*) Name of transferor company.

(*b*) Name of transferee company.

(*c*) Name(s) and address(es) of non-assenting shareholder(s).

(*d*) If the offer is limited to a certain class or classes of shareholders state description of that class or those classes.

Form No. 100B

THE COMPANIES ACT, 1948

NOTICE TO TRANSFEREE COMPANY BY NON-ASSENTING SHAREHOLDER

Pursuant to Section 209 (2)

re (*a*) ..... Limited
(hereinafter called " the transferor company ")

Notice by (*b*) .....

To (*c*) ..... Limited
(hereinafter called " the transferee company ")

WHEREAS on the ..... day of ....., 19....., (*c*) ..... gave notice to me/us that on the ..... day of ....., 19....., by reason of (*d*) ..... shares in the transferor company having that day been transferred to the transferee company or its nominee in pursuance of a scheme or contract involving the transfer of those shares to the transferee company, the shares so transferred together with other (*d*) ..... shares in the transferor company held by or by a nominee for the transferee company or its subsidiary at the date of transfer comprised or included nine-tenths in value of all the (*d*) ..... shares in the transferor company.

NOW I/we the said ..... being the holder(s) of (*e*) ..... shares in the transferor company hereby give notice in accordance with the provisions of subsection (2) of section 209 of the Companies Act, 1948, to the transferee company that I/we require it to acquire the said shares held by me/us.

Dated this ..... day of ....., 19.....

Signature .....

NOTE

Where a shareholder has given this notice to the transferee company the transferee company is entitled and bound to acquire the shares on the terms of the scheme or contract, or on agreed terms, or on such other terms as the Court, on the application of either party, may fix.

(*a*) Name of transferor company.

(*b*) Name(s) and address(es) of non-assenting shareholder(s).

(*c*) Name of transferee company.

(*d*) If the offer is limited to a certain class or classes of shareholders state description of that class or those classes.

(*e*) State the number and description of shares held by the non-assenting shareholder.

EXPLANATORY NOTE

(This Note is not part of the Order, but is intended to indicate its general purport.)

This Order amends the Companies (Forms) Order, 1949. It prescribes new Forms 100A and 100B for the purposes of subsection (2) of section 209 of the Companies Act, 1948.

The new Forms will be appropriate whether or not the scheme or contract has been approved in the time and manner specified in subsection (1) of that section, whereas the previous forms were appropriate only where the scheme or contract had been so approved.

1957 No. 973 (L. 6)

The Companies (Winding-up) (Amendment) Rules, 1957

Made - - - -	*4th June*, 1957
Laid before Parliament	*7th June*, 1957
Coming into Operation	*18th June*, 1957

I, David, Viscount Kilmuir, Lord High Chancellor of Great Britain, with the concurrence of the President of the Board of Trade, in exercise of the powers conferred upon me by section 365 (1) of the Companies Act, 1948(a), and of all other powers enabling me in that behalf, do hereby make the following Rules:—

1. The Companies (Winding-up) Rules, 1949(b), as amended(c), shall be amended as follows:—

(*a*) In Rule 4 (3) for the words "Master, Registrar, or Taxing Master" there shall be substituted the words "Master or Registrar of the Court";

(*b*) For Rule 188 there shall be substituted the following Rule:—

"Taxation. 188.—(1) Except as otherwise provided in the Act or in the Rules every bill of costs, charges or expenses shall be taxed as if it were a bill of costs arising out of proceedings in or before the Court under its ordinary jurisdiction.

(2) Upon taxation being completed—

(*a*) in the High Court, a Taxing Master;

(*b*) in any other Court, the Taxing Officer;

Form 91. shall issue to the person presenting the bill for taxation a certificate of taxation.

(3) The bill of costs, charges or expenses, together with the certificate, shall be filed with the Registrar.";

(*c*) In Rule 189 the words "or, in a case where the taxation is being conducted by a person under the direction of the Registrar, to that person" shall be omitted;

(*d*) In Rule 193 for references to "the Taxing Officer of the High Court" there shall be substituted references to "a Taxing Master of the Supreme Court";

(a) 11 & 12 Geo. 6. c. 38. (b) S.I. 1949/330 (1949 I, p. 789).
(c) S.I. 1954/162, 1955/1077 (1954 I, p. 509; 1955 I, p. 516).