The Rules of the Supreme Court (Companies), 1948

1948 No. 1756 (L. 20)

Made - - - -	*26th July*, 1948
Laid before Parliament	*28th July*, 1948
Coming into Operation	*30th September*, 1948

We, the Rule Committee of the Supreme Court, hereby make the following Rules:—

1. In Order L, Rule 23 (which relates to liquidators' accounts) shall be deleted.

2. The following amendments shall be made in Order LIIIB* (which relates to procedure on applications under the Companies Act, 1929), namely:—

(1) In the title of the said Order and in Rule 1 thereof, for references to the Companies Act, 1929, there shall be substituted references to the Companies Act, 1948.

(2) In Rule 2, for the words " Every petition (except a petition specified in Rule 5 (*g*)) " there shall be substituted the words " Every petition (except a petition specified in Rule 5 (*h*)), every notice of motion (except a motion specified in Rule 6) ", and for the words " every notice of motion to which this Order relates and every petition specified in Rule 5 (*g*) " there shall be substituted the words " every petition specified in Rule 5 (*h*), every notice of motion specified in Rule 6 ".

(3) In paragraph (1) of Rule 4, for the reference to the Companies Act, 1929, there shall be substituted a reference to the Companies Act, 1948, and the following words shall be added at the end of the said paragraph, namely, " and where the company is in liquidation there shall be added after the words " Chancery Division " the words " Companies Court " ".

(4) The following paragraph shall be substituted for paragraph (2) of Rule 4, namely:—

" (2) An application for leave under subsection (1) of section 188 of the Act shall be intituled in the matter of the company in relation to which the applicant was convicted or was guilty of such an offence or of such conduct as is mentioned in the said subsection, and in the matter of the Companies Act, 1948 ".

(5) The following Rule shall be substituted for Rule 5, namely:—

" 5. The following applications shall be made by petition—

(*a*) Applications to cancel an alteration of objects under section 5 of the Act.

(*b*) Applications to cancel an alteration in the form of the constitution of the company by substituting a memorandum and articles for a deed of settlement under section 395 of the Act.

(*c*) Applications to cancel an alteration in conditions in the memorandum under section 23 of the Act.

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* For new Order LIIIB substituted, *see* p. 4038 below.

(*d*) Applications to confirm a reduction of capital under section 67 of the Act.

(*e*) Applications to confirm the reduction of any share premium account or any capital redemption reserve fund under section 56 (1) or section 58 (1) (*d*) of the Act.

(*f*) Applications to cancel any variation of the rights of holders of special classes of shares under section 72 of the Act.

(*g*) Applications to sanction the issue of shares at a discount under section 57 of the Act.

(*h*) Applications to sanction a compromise or arrangement under section 206 (2) of the Act.

(*i*) Applications to restore a company's name to the register under section 353 (6) of the Act.

(*j*) Applications for relief by officers of a company or by persons employed as auditors by a company under section 448 (2) of the Act."

(6) The following Rule shall be substituted for Rule 6, namely:—

" 6. Applications to rectify the register of members of a company under section 116 of the Act shall be made by motion or summons."

(7) The following Rule shall be substituted for Rule 7, namely:—

" 7. The following applications shall be made by motion:—

(*a*) Applications for relief in case of default in delivering documents to the Registrar of Companies under section 52 (3) of the Act.

(*b*) Applications for relief in case of default by a private company in complying with the provisions of its articles under section 29 of the Act.

(*c*) Applications for a declaration that the affairs of a company ought to be investigated under section 165 of the Act.

(*d*) Applications to inquire into the case of officers or agents of a company who have refused to produce any document or answer any question under section 167 (3) of the Act or (where inspectors were appointed before the 1st July 1948 or were appointed to continue an inspection begun by inspectors appointed before the 1st July 1948) under section 137 (3) of the Companies Act, 1929.

(*e*) Applications that shares or debentures shall cease to be subject to restrictions imposed by the Board of Trade under section 174 (3) of the Act."

(8) The following Rule shall be substituted for Rule 8, namely:—

" 8. The following applications shall be made by summons:—

(*a*) Applications to inspect the register of members or the index of names of members of a company or to obtain copies of such register under section 113 (4) of the Act.

(*b*) Applications to inspect the minutes of proceedings at general meetings of a company or to obtain copies thereof under section 146 (4) of the Act.

(*c*) Applications to inspect the register of directors' holdings of shares or debentures under section 195 (9) of the Act, or the register of directors and secretaries under section 200 (8) of the Act.

(*d*) Applications to inspect copies of instruments creating a charge and to inspect the register of charges under section 105 (3) of the Act.

(*e*) Applications to inspect any register of holders of debentures or to obtain copies thereof or of any trust deed for securing debentures under section 87 (5) of the Act.

(*f*) Applications for and in regard to meetings of a company under section 135 of the Act.

(*g*) Applications for meetings of creditors or members of a company under section 206 (1) of the Act.

(*h*) Applications for facilitating reconstructions or amalgamations of companies under section 208 of the Act, where the matters to which such applications relate have not been dealt with, or fully dealt with, on the hearing of the petition to sanction the compromise or arrangement to which they relate.

(*i*) Applications in regard to delivery of certificates or debentures under section 80 (3) of the Act.

(*j*) Applications for enforcing the duty of a company or of a receiver or manager to make returns or render accounts under section 375 or section 428 of the Act.

(*k*) Applications for leave to be a director of or to manage a company under section 188 (1) of the Act.

(*l*) Applications to extend the time for registering documents under section 5 (7) or section 395 of the Act or under Rule 12 of this Order.

(*m*) Applications to extend the time for the issue of shares at a discount under section 57 (1) (*d*) of the Act.

(*n*) Applications to extend the time for registration of a charge or to rectify any omission or mis-statement with respect to any charge or in a memorandum of satisfaction under section 101 of the Act.

(*o*) Applications for the purpose of preventing, or settling the terms of, the acquisition of shares under section 209 of the Act.

(*p*) Applications that a person should be examined on oath under section 167 (4) of the Act.

(*q*) Applications for directions by a receiver or manager under section 369 (1) of the Act.

(*r*) Applications for inspection or production of the books of a company under section 441 of the Act.

(*s*) Applications for summoning a meeting of debenture holders under section 88 (4) of the Act.

(*t*) Applications that a company should not be bound to circulate a statement under section 140 (5) of the Act.

(*u*) Applications that an auditor's or a director's representations should not be sent out or read at a meeting under section 160 (3) or section 184 (3) of the Act."

(9) In paragraph (1) of Rule 10, for the words "paragraphs (*a*), (*b*), (*c*), (*d*), (*e*), (*i*) or (*j*) of Rule 5" there shall be substituted the words "paragraphs (*a*), (*b*), (*c*), (*d*), (*e*), (*f*), or (*j*) of Rule 5", and for the reference to section 154 of the Act there shall be substituted a reference to section 208.

(10) In paragraph (2) of Rule 10, for the reference to section 56 (2) of the Act there shall be substituted a reference to section 67 (2).

(11) In sub-paragraph (*a*) of Rule 11, the following words shall be deleted, namely, " in the Central Office of the High Court of Justice, or if the matter is pending ", " in such office ", and " at the chambers of the Judge or ".

(12) In sub-paragraph (*f*) of Rule 11, the following words shall be deleted, namely, " in the Central Office or ", " as the case may be ", and " at the chambers of the Judge or ".

(13) In sub-paragraph (*i*) of Rule 11, the following words shall be deleted, namely, " by the Master or ", and " as the case may be ", and for references to section 56 (2) of the Act there shall be substituted references to section 67 (2).

(14) In Rule 12, for the word " seven " there shall be substituted the word " ten ", and for the reference in the marginal note to section 47 of the Act there shall be substituted a reference to section 57.

(15) In Rule 13 and in the marginal note thereto, for references to section 154 of the Act there shall be substituted references to section 208.

(16) Rule 15 shall be deleted.

3. In Order LV, Rule 15 (which relates to the powers and duties of Masters) shall be amended by deleting the words " and any application for the appointment of a provisional liquidator " in the first proviso.

4.—(1) In Forms Nos. 30 to 37 inclusive in Appendix L, for references to the Companies Act, 1929, there shall be substituted references to the Companies Act, 1948.

(2) In Form No. 30, the words " Companies Court " in the title shall be deleted and for references to section 56 (2) of the Act there shall be substituted references to section 67 (2).

(3) In Form No. 35, for the words " at the chambers of Mr. Justice , Room No. , Royal Courts of Justice, Strand, in the County of London (or at the chambers of the Registrar at) " there shall be substituted the words " at the chambers of the Registrar at ".

(4) In Form No. 37, for references to section 154 and section 154 (2) of the Companies Act, 1929, there shall be substituted respectively references to section 208 and section 208 (2) of the Companies Act, 1948, and for the figure " 7 " there shall be substituted the figure " 10 ".

5. These Rules may be cited as the Rules of the Supreme Court (Companies) 1948 and shall come into operation on the thirtieth day of September, 1948.

Dated the 26th day of July, 1948.

Jowitt, C.
Greene, M.R.
Merriman, P.
F. James Tucker, L.J.
H. B. Vaisey, J.
Cyril Radcliffe.
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