



COMPANIES ACTS 1931 - 1993

COMPANIES (FORMS) REGULATIONS 2004

Coming into operation 1st April 2004

In exercise of the powers conferred on the Financial Supervision Commission by sections 107(4), 108(1) and 340A of the Companies Act 1931^(a), and all other powers enabling it in that behalf, the following Regulations are hereby made:-

Citation and Commencement

1. These Regulations may be cited as the Companies (Forms) Regulations 2004 and shall come into operation on the 1st April 2004.

Prescribed Forms

2. (1) The annual return of a company having a share capital (other than a company limited by guarantee) shall be in the form set out in Schedule 1.

(2) The annual return of a company not having share capital or limited by guarantee and having a share capital shall be in the form set out in Schedule 2.

Revocations

3. The Companies (Forms) Regulations 1997^(b) are revoked.

Company Number

Form AR

**ANNUAL RETURN OF A COMPANY HAVING A SHARE CAPITAL
(OTHER THAN A COMPANY LIMITED BY GUARANTEE)**

Pursuant to Sections 107 and 340A of the Companies Act, 1931 (as amended)

Please complete legibly in black type, or bold block lettering

Annual Return of:

*Delete if inappropriate

Made up to:

(hereinafter called 'the date of this return')(being the company's return date)

The registered office is as follows:

--

Principal trade or business carried on by the company since the last annual return (or incorporation if this is the first annual return):

Total amount of indebtedness of the company in respect of all mortgages and charges of the kind which are required to be registered with the Financial Supervision Commission:

£

1. Is there a non-resident declaration or a certificate under section 9 (2) of the Non-Resident Company Duty Act 1986 in force in respect of the company? YES/NO

If the answer to the last question is YES:

- (a) Has the central management and control of the company been in the Isle of Man at any time since the last annual return (or incorporation if this is the first annual return)? YES/NO

- (b) Has the company derived any income from any property, trade, business or any other source in the Isle of Man since the last annual return (or incorporation if this is the first annual return)? YES/NO

2. Has the company been a stakeholder as defined in section 20 of the Timeshare Act 1996 at any time since the last annual return (or incorporation if this is the first annual return)? YES/NO

If the answer to the last question is YES and the company is a company limited by shares:

- (a) Has the company issued shares fully paid up in cash of the minimum nominal value required by section 109(3B)(a) of the Companies Act 1931? YES/NO

- (b) Does the company hold indemnity insurance, for such sum and in respect of such liabilities as are specified in section 109 (3B)(b) of the Companies Act 1931? YES/NO

Copy of the last audited balance sheet of the company

This return must be accompanied by a copy of the last balance sheet if the company is (a) a public company, (b) a subsidiary of a public company incorporated in the Isle of Man, or (c) a company which has answered NO to either question 2(a) or 2(b). The balance sheet must be a written copy, certified by a director or by the manager or secretary of the company to be a true copy of the last balance sheet which has been audited by the company's auditors (including every document required by law to be annexed thereto) together with a copy of the report of the auditors thereon (certified as aforesaid) and if any such balance sheet is in a foreign language there must also be annexed to it a translation thereof in English certified in the prescribed manner to be a correct translation. If the said last balance sheet did not comply with the requirements of the law as in force at the date of the audit with respect to the form of balance sheet there must be made such additions to and corrections in the said copy as would have been required to be made in the said balance sheet in order to make it comply with the said requirements, and the fact that the said copy has been so amended must be stated thereon.

Presented by:	Official use only
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Company Number

Form AR

SUMMARY OF SHARE CAPITAL AND SHARES

Nominal Share capital:	Divided into:	Share type:	Value per share:
£			£ each
			£ each
			£ each
			£ each

Number of shares of each class taken up to the date of this return:

Number of shares of each class issued subject to payment wholly in cash:

Number of shares of each class issued as fully paid up otherwise than cash:

Number of shares issued as partly paid up to the extent of ____ per share otherwise than in cash:

Number of shares (if any) of each class issued at a discount:

Amount of discount on the issue of shares which has not been written off at the date of this return:

There has been called up on each of

Shares

£

There has been called up on each of

Shares

£

There has been called up on each of

Shares

£

There has been called up on each of

Shares

£

Total amount of calls received including payments on application and allotment:

Total amount (if any) agreed to be considered as paid on shares of each class issued as fully paid up for a consideration other than cash:

Total amount (if any) agreed to be considered as paid on ____ shares which have been issued as partly paid up to the extent of ____ per share otherwise than cash:

Total amount of calls unpaid:

Total amount of sums (if any) allowed by way of discount in respect of any shares or debentures or allowed by way of commission in respect of any shares or debentures or allowed by way of discount in respect of any debentures since the date of the last return:

Total number of shares of each class forfeited:

Total amount paid (if any) on shares forfeited:

Total amount of shares for which share warrants to bearer are outstanding:

Total amount of share warrants to bearer (a) issued and (b) surrendered respectively since the date of the last return:

Number of shares comprised in each share warrant to bearer specifying in the case of warrants of different kinds, particulars of each kind:

Company Number

Form AR

Declaration by the Directors regarding compliance with Part I of the Companies Act 1982

I hereby declare for and on behalf of the Board of Directors of the Company that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period.

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

OR

Qualified declaration by the Directors regarding failure to comply with the Companies Act 1982 where a statutory defence applies

I hereby declare for and on behalf of the Board of Directors of the Company that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period, save only to the extent that [specify omission] in respect of which the following statutory defence applies

.....
.....

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

OR

Qualified declaration by the Directors regarding failure to comply with the Companies Act 1982

I hereby declare for and on behalf of the Board of Directors of the Company that I am unable to make a declaration that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period, for the following reason[s]

.....
.....[state reasons]

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

Company Number

Form AR7

ANNUAL RETURN OF A COMPANY NOT HAVING SHARE CAPITAL OR LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

Pursuant to Section 108 and 340A of the Companies Act 1931 (as amended)

Please complete legibly in black type, or bold block lettering

Annual Return of:

	Limited*
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*Delete if inappropriate

Made up to:

Day:	Month:	Year:

(hereinafter called 'the date of this return')(being the company's return date)

The registered office is as follows:

Total amount of indebtedness of the company in respect of all mortgages and charges of the kind which are required to be registered with the Financial Supervision Commission:

£

1. Is there a non-resident declaration or a certificate under section 9 (2) of the Non-Resident Company Duty Act 1986 in force in respect of the company? YES/NO

If the answer to the last question is YES:

(a) Has the central management and control of the company been in the Isle of Man at any time since the last annual return (or incorporation if this is the first annual return)? YES/NO

(b) Has the company derived any income from any property, trade, business or any other source in the Isle of Man since the last annual return (or incorporation if this is the first annual return)? YES/NO

2. Has the company been a stakeholder as defined in section 20 of the Timeshare Act 1996 at any time since the last annual return (or incorporation if this is the first annual return)? YES/NO

If the answer to the last question is YES and the company is a company limited by shares:

(a) Has the company issued shares fully paid up in cash of the minimum nominal value required by section 109(3B)(a) of the Companies Act 1931? YES/NO

(b) Does the company hold indemnity insurance, for such sum and in respect of such liabilities as are specified in section 109 (3B)(b) of the Companies Act 1931? YES/NO

Copy of the last audited balance sheet of the company

This return must be accompanied by a copy of the last balance sheet if the company is (a) a public company, (b) a subsidiary of a public company incorporated in the Isle of Man, or (c) a company which has answered NO to either question 2(a) or 2(b). The balance sheet must be a written copy, certified by a director or by the manager or secretary of the company to be a true copy of the last balance sheet which has been audited by the company's auditors (including every document required by law to be annexed thereto) together with a copy of the report of the auditors thereon (certified as aforesaid) and if any such balance sheet is in a foreign language there must also be annexed to it a translation thereof in English certified in the prescribed manner to be a correct translation. If the said last balance sheet did not comply with the requirements of the law as in force at the date of the audit with respect to the form of balance sheet there must be made such additions to and corrections in the said copy as would have been required to be made in the said balance sheet in order to make it comply with the said requirements, and the fact that the said copy has been so amended must be stated thereon.

Presented by:	Official use only:
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Company Number

Form AR7

Declaration by the Directors regarding compliance with Part I of the Companies Act 1982

I hereby declare for and on behalf of the Board of Directors of the Company that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period.

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

OR

Qualified declaration by the Directors regarding failure to comply with the Companies Act 1982 where a statutory defence applies

I hereby declare for and on behalf of the Board of Directors of the Company that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period, save only to the extent that [specify omission] in respect of which the following statutory defence applies

.....

.....

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

OR

Qualified declaration by the Directors regarding failure to comply with the Companies Act 1982

I hereby declare for and on behalf of the Board of Directors of the Company that I am unable to make a declaration that the Company has, during the 12 months preceding the date of this return, complied with its obligations under Part I of the Companies Act 1982 in relation to that period, for the following reason[s]

.....

.....[state reasons]

(Signature) _____ (Print Full Name) _____

(State whether Director or Secretary) _____

Company Number

Form AR/

Particulars of the directors (a) of			Limited*, at the date of this return	
Name (Full name required)	Previous Name(s)	Nationality (& nationality of origin if different)	Occupation (b)	Usual residential address

Particulars of the person(s) who is secretary (c) at the date of this return				

(a) 'Director' includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the Directors of a Company are accustomed to act.
 (b) In the case of an individual who has no business occupation but holds any other directorship or directorships particulars of that directorship or of some one of those directorships must be entered.
 (c) In the case of a Corporation its Corporate Name and Registered or Principal Office should be shown.

I certify that the company has not since the date of the last annual return issued any invitation to the public to subscribe for any shares or debentures of the company

Signed:	Dated:
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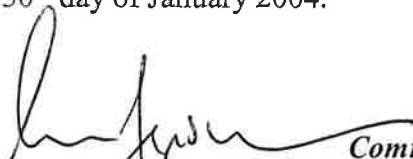
State whether director or secretary

I/we certify this return which comprises of _____ pages

Signed:	Dated:
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State whether director or secretary

Made this 30th day of January 2004.



Commissioner



Commissioner

EXPLANATORY NOTE
(This note is not part of the Regulations)

These Regulations amend with effect from 1st April 2004 the prescribed forms of annual return for the purpose of s.107 and 108 of the Companies Act 1931. The new forms incorporate a declaration to confirm compliance with Part I of the Companies Act 1982 (relating to accounts).

The Financial Supervision Commission's website address is www.fsc.gov.im

