

1993 No. 200

COMPANIES

**The Companies (Forms) (Amendment) Regulations
(Northern Ireland) 1993**

Made 19th April 1993

Coming into operation 8th June 1993

The Department of Economic Development in exercise of the powers conferred on it by the statutory provisions specified in Schedule 1, and of every other power enabling it in that behalf, hereby makes the following Regulations:

1. These Regulations may be cited as the Companies (Forms) (Amendment) Regulations (Northern Ireland) 1993, and shall come into operation on 8th June 1993.

2. In these Regulations—

“the 1986 Order” means the Companies (Northern Ireland) Order 1986(a);

“the 1986 Regulations” means the Companies (Forms) Regulations (Northern Ireland) 1986(b).

3. For the purpose of paragraphs 5(b), 6(1)(b) and 7(1) of Schedule 20A, paragraphs 2(b), 3(b) and 11(2) of Schedule 20C, and paragraphs 2(4) and 10(2) of Schedule 20D to the 1986 Order, a translation of a document into English shall be certified to be a correct translation—

(a) if the translation was made in the United Kingdom, by

(i) a notary public in any part of the United Kingdom;

(ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or

(iii) a person certified by a person mentioned in heads (i) and (ii) to be known to him to be competent to translate the document into English; or

(a) S.I. 1986/1032 (N.I. 6), a relevant amending Statutory Rule being the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)

(b) S.R. 1986 No. 287, a relevant amending Statutory Rule being S.R. 1991 No. 399

- (b) if the translation was made outside the United Kingdom, by
- (i) a notary public;
 - (ii) a person authorised in the place where the translation was made to administer an oath;
 - (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889; or
 - (iv) a person certified by a person mentioned in heads (i) to (iii) to be known to him to be competent to translate the document into English.

4.—(1) The forms set out in Schedule 2, with such variation as circumstances require, are the forms prescribed for the purpose of the provisions of the 1986 Order which are referred to in those forms.

(2) The particulars contained in the forms listed in Schedule 3 are the particulars prescribed for the purpose of the provisions of the 1986 Order which are referred to in those forms.

5.—(1) Forms 641, 644A and 644B in Schedule 3 of the 1986 Regulations are revoked except to the extent specified in paragraph (2).

(2) Notwithstanding paragraph (1) or regulation 4(1), Form 641 in Schedule 3 to the 1986 Regulations may continue to be used in relation to a return and declaration delivered for registration of a place of business of a Part XXIII company made before 8th June 1994.

(3) Notwithstanding paragraph (1) or regulation 4(1), Forms 644A and 644B in Schedule 3 to the 1986 Regulations may continue to be used in relation to a return of a statement of name under which a Part XXIII company proposes to carry on business in Northern Ireland made before 8th June 1994.

Sealed with the Official Seal of the Department of Economic Development on 19th April 1993.

(L.S.)

A. L. Brown

Assistant Secretary

The Companies (Northern Ireland) Order 1986:—

Article 2; 641; 644(4)(a) and (b); 6520(1), (3) and (5); and 652P(1) and (2)(a); and 681(1).

Schedule 20A, paragraphs 1(1), 7(1) and 8(2)(b).

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- (a) Articles 652O and 652P were inserted into the Companies (Northern Ireland) Order 1986 by paragraph 18 of Schedule 2 to the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)
 - (b) Schedule 20A was inserted into the Companies (Northern Ireland) Order 1986 by paragraph 3 of Schedule 2 to the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198)

Prescribed Forms

641

This form must be completed for all 'Place of Business' registrations. (See note below for re-registration from a 'Branch')

This form should be completed in black

Return and declaration delivered for registration of a place of business of a Part XXIII company

(Pursuant to Article 641 of the Companies (Northern Ireland) Order 1986)

Previous branch number
(If applicable)

Company name

Country of incorporation

<input type="text"/>	For official use only
<hr/>	
<hr/>	
<hr/>	

Address of place of business in Northern Ireland

<hr/>
<hr/>
Post town <hr/>
County <hr/>
Postcode <hr/>

Either

Constitution of the company
(See notes 1 and 2)
(A certified English translation must be included)

* Delete as applicable

Mark appropriate box(es)

* A certified copy of the	
# <input type="checkbox"/>	Instrument(s) constituting or defining the constitution of the company; and
# <input type="checkbox"/>	A certified translation
* is/are delivered for registration	

The company must deliver certified copies of its constitutional documents (with certified translations), and the particulars of the company's directors and secretary. However, if the company is closing a branch registration and effecting a place of business registration, it may rely on the documents or the particulars of the directors and secretary previously filed in Northern Ireland, provided any relevant alterations to those documents have been updated on the register.

OR

The	
# <input type="checkbox"/>	The constitutional documents (and a certified translation *)
* and/or	
# <input type="checkbox"/>	Particulars of the current directors and secretary(ies)
were previously delivered in respect of a branch of the company registered at this registry	
Branch Number	<input type="text"/>

Directors (See notes 3, 4 and 5)

Name *Style/Title
 Forenames
 Surname
 *Honours etc
 Previous forenames
 Previous surname

Address

Usual residential address must be given.
 In the case of a corporation, give the registered or principal office address.

Date of birth

(See note 5)

Business occupation (if any). If none other directorships.

CD			
AD			
	Post town		
	County/Region		
	Postcode	Country	
DO		Nationality	NA
OC			
OD			

Name *Style/Title
 Forenames
 Surname
 *Honours etc
 Previous forenames
 Previous surname

Address

Usual residential address must be given.
 In the case of a corporation, give the registered or principal office address.

Date of birth

(See note 5)

Business occupation (if any). If none other directorships.

CD			
AD			
	Post town		
	County/Region		
	Postcode	Country	
DO		Nationality	NA
OC			
OD			

* Voluntary details

Company Secretary(ies)

(See notes 4 and 6)

Name *Style/Title

 Forenames

 Surname

 *Honours etc

 Previous forenames

 Previous surname

CS	_____

AD	_____

	Post town _____
	County/Region _____
	Postcode _____ Country _____

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Name *Style/Title

 Forenames

 Surname

 *Honours etc

 Previous forenames

 Previous surname

CS	_____

AD	_____

	Post town _____
	County/Region _____
	Postcode _____ Country _____

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Person(s) authorised

List of some one or more persons resident in Northern Ireland authorised to accept on the company's behalf service of process and any notice required to be served on it.

*Style/Title

Forenames

Surname

Address

Post town _____
County _____ Postcode _____

*Voluntary details

Person(s) authorised (continued)

List of some one or more persons resident in Northern Ireland authorised to accept on the company's behalf service of process and any notice required to be served on it.

*Style/Title

Forenames

Surname

Address

Post town _____
County _____ Postcode _____

*Style/Title

Forenames

Surname

Address

Post town _____
County _____ Postcode _____

*Style/Title

Forenames

Surname

Address

Post town _____
County _____ Postcode _____

*Style/Title

Forenames

Surname

Address

Post town _____
County _____ Postcode _____

*Voluntary details

Notes

- 1** The copy of the instrument constituting or defining the constitution of the company must be certified in the place of incorporation of the company to be a true copy:—
- (a) by an official of the Government to whose custody the original is committed; or
- (b) by a notary public; or
- (c) by an officer of the company on oath taken before:
- (i) a person having authority in that place to administer an oath; or
- (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.
- 2** The translation of the instrument must be certified to be a correct translation:-
- (a) if the translation was made in the United Kingdom, by
- (i) a notary public in any part of the United Kingdom;
- (ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or
- (iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or
- (b) if the translation was made outside the United Kingdom, by
- (i) a notary public;
- (ii) a person authorised in the place where the translation was made to administer an oath;
- (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;
- (iv) a person certified by a person mentioned above to be known to him to be competent to translate the document into English.
- 3** 'Director' includes any person who occupies the position of a director, by whatever name called.
- 4** Show for an individual the full forenames. NOT INITIALS and surname together with any previous forenames or surname(s).
- If the director or secretary is a corporation or Scottish firm - show the corporate or firm name on the surname line.
- Give previous forenames or surname except that:
- for a married woman, the name by which she was known before marriage need not be given,
 - names not used since the age of 18 or for at least 20 years need not be given.
- In the case of a peer, or an individual usually known by a British title, you may state the title instead of or in addition to the forenames and surname and you need not give the name by which that person was known before he or she adopted the title or succeeded to it.
- Address:**
- Give the usual residential address.
- In the case of a corporation or Scottish firm give the registered or principal office.
- 5** In the case of an individual who has a business occupation, this occupation should be named. In the case of an individual who has no business occupation but who holds other directorships, particulars should be given of them.
- 6** Where all the partners in a firm are joint secretaries, only the firm name and its principal office need be given.
- 7** Use photocopies of the relevant section(s) of this form to provide details of additional directors, joint secretaries or persons authorised.
- 8** If made in a foreign country the declaration may be made before any British official mentioned in section 6 of the Commissioners for Oaths Act 1889 or, before any person having authority to administer an oath in that country.

644(4)(a)

Statement of name, other than corporate name, under which a Part XXIII company proposes to carry on business in Northern Ireland

This form should be completed in black.

(Pursuant to Section 644(4)(a) of the Companies (Northern Ireland) Order 1986)

Company number

Corporate name

The name approved by the Department of Economic Development, other than its corporate name, under which the company proposes to carry on business in Northern Ireland is

* Delete as applicable

Signed

* _____
Director/Secretary/Permanent representative

Date

To whom should Companies Registry direct any enquiries about the information on this form?

_____ Postcode _____

Telephone _____ Extension _____

When you have signed the form, return it to the address overleaf

When completed, this form should be delivered to:—

The Registrar of Companies
IDB House
64 Chichester Street
Belfast
BT14JX

644(4)(b)

Statement of name, other than corporate name, under which a Part XXIII company proposes to carry on business in Northern Ireland in substitution for a name previously registered

This form should be completed in black.

(Pursuant to section 644(4)(b) of the Companies (Northern Ireland) Order 1986)

Company number

Corporate name

The name approved by the Department of Economic Development, other than its corporate name, under which this company proposes to carry on business in Northern Ireland is:—

Enter name approved by the Department of Economic Development under Article 644(4)(b) of the Companies (Northern Ireland) Order 1986

This name is in substitution for that currently registered

Signed _____

Director/Secretary \ Permanent representative

Date _____

To whom should Companies Registry direct any enquiries about the information on this form?

Postcode. _____

Telephone _____ Extension _____

When you have signed the form, return it to the address overleaf

No. 200

Companies

1007
Form 644(4)(b)

When completed, this form should be delivered to:—

The Registrar of Companies
IDB House
64 Chichester Street
Belfast
BT14JX

6520(1)

This form should be completed in black.

Return by a Part XXIII company that the company is being wound up

(Pursuant to Article 6520(1) of the Companies (Northern Ireland) Order 1986)

Company number

Company name

NOTE:

This return is not required to be made where proceedings under Part VI of the Insolvency (Northern Ireland) Order 1989 have been commenced.

The above company gives notice that, as a result of action taken by * creditors \ members \ other(s) _____

[please specify], the company *has been\ is to be wound up by :-

An order of the _____ Court of

(give address) _____

Dated _____ Ordering that _____

OR # (Other :- give brief particulars) _____

Date winding up became or will become effective

--	--	--	--	--

Signed _____

* (Director \ Secretary \ Permanent representative \ Liquidator)

Date _____

If this form is delivered in respect of more than one branch in Northern Ireland the branch number and name (where different) must be given for each branch.

This return is delivered in respect of all the branches listed overleaf

To whom should Companies Registry address any enquiries about the information on this form?

Name
Address

Tel _____

When completed, this form should be returned to the address overleaf

6520(3)

Notice of appointment of a liquidator of a Part XXIII company

(Pursuant to Article 6520(3) of the Companies (Northern Ireland) Order 1986)

This form should be completed in black.

Company number

Company name

NOTE:

This return is not required to be made where proceedings under Part VI of the Insolvency (Northern Ireland) Order 1989 have been commenced.

* Delete as applicable

I/We*

of

give notice that I/we* was/were* appointed liquidator(s) of the above named company on :-

Date of appointment

Description of powers

(State here any powers ascribed to the liquidator other than from the general law or from the company's constitution)

If this form is delivered in respect of more than one branch in Northern Ireland the branch number and name (where different) must be given for each branch

Signature

Liquidator(s)

Date

This return is delivered in respect of all the branches listed overleaf

To whom should Companies Registry address any enquiries about the information on this form?

Name

Address

Tel

When completed, this form should be returned to the address overleaf

Registration number	Branch name

When completed, this form should be delivered to:—

The Registrar of Companies
IDB House
64 Chichester Street
Belfast
BT1 4JX

6520(5)

Notice by the liquidator of a Part XXIII company concerning the termination of liquidation of the company

(Pursuant to Article 652O(5) of the Companies (Northern Ireland) Order 1986)

This form should be completed in black.

Company number

Company name

NOTE:

This return is not required to be made where proceedings under Part VI of the Insolvency (Northern Ireland) Order 1986 have been commenced.

I/We _____

liquidator(s) of the above company give notice that

On

the liquidation of the above company was completed and* the company ceased to be registered on :-

* Delete if not applicable

If this form is delivered in respect of more than one branch in Northern Ireland the branch number and name (if different) must be given for each branch.

Signed _____

Liquidator

Date _____

This return is delivered in respect of all the branches listed overleaf

To whom should Companies Registry address any enquiries about the information on this form?

Name

Address

 Tel

When completed, this form should be returned to the address overleaf

652P(1)

Return by a Part XXIII company which becomes subject to insolvency proceedings, etc.

(Pursuant to Article 652P(1) of the Companies (Northern Ireland) Order 1986)

This form should be completed in black.

Company number

Company name

1

The above company gives notice that, as a result of action taken by * creditors \ members \ other(s) [please specify]

* Delete as applicable

Mark appropriate box and complete details.

the company is subject to :-

An order of the _____ Court of

(give address)

Dated _____ Ordering that _____

OR # * Insolvency proceedings \ an arrangement \ a composition \ analogous proceedings (give details) _____

Date order / proceedings became or will become effective

Signed _____

* (Director \ Secretary \ Permanent representative)

Date _____

If this form is delivered in respect of more than one branch in Northern Ireland, the branch number and name (where different) must be given for each branch

This return is delivered in respect of all the branches listed overleaf

To whom should Companies Registry address any enquiries about the information on this form?

Name
Address

 Tel

When completed, this form should be returned to the address overleaf

Registration number	Branch name

When completed, this form should be delivered to:—

The Registrar of Companies
IDB House
64 Chichester Street
Belfast
BT1 4JX

652P(2)

Return by a Part XXIII company on cessation of insolvency proceedings, etc.

This form should be completed in black.

(Pursuant to Article 652P(2) of the Companies (Northern Ireland) Order 1986)

Company number

Company name

* Delete as applicable

The above company gives notice that, as from _____ it has ceased to be subject to the proceedings referred to in the return made by the company pursuant to Article 652P(1) of the Companies (Northern Ireland) Order 1986.

Signed _____
* (Director \ Secretary \ Permanent representative)

Date _____

If this form is delivered in respect of more than one branch in Northern Ireland, the branch number and name (if different) must be given for each branch.

This return is delivered in respect of all the branches listed overleaf

To whom should Companies Registry address any enquiries about the information on this form?

Name
Address

 Tel

When completed, this form should be returned to the address overleaf

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of business in home country

Objects of company

Issued share capital

_____ Currency _____

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

*Style/Title _____
Forenames _____
Surname _____
*Honours etc. _____
Previous Forenames _____
Previous surname _____

Post town _____
County/Region _____
Postcode _____ Country _____

Company Secretary(ies)

(See note 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

(You may photocopy this page if required)

*Style/Title _____
Forenames _____
Surname _____
*Honours etc. _____
Previous Forenames _____
Previous surname _____

Post town _____
County/Region _____
Postcode _____ Country _____

Directors

(See notes 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as applicable

(You may photocopy this page as required)

	*Style/Title _____					
	Forenames _____					
	Surname _____					
	*Honours etc. _____					
	Previous Forenames _____					
	Previous surname _____					

	Post town _____					
	County/Region _____					
	Postcode _____ Country _____					
	Date of Birth <table border="1" style="display: inline-table; border-collapse: collapse; text-align: center;"> <tr> <td style="width: 20px; height: 20px;"> </td> <td style="width: 20px; height: 20px;"> </td> <td style="width: 20px; height: 20px;"> </td> <td style="width: 20px; height: 20px;"> </td> <td style="width: 20px; height: 20px;"> </td> </tr> </table> Nationality _____					
	Business Occupation _____					
	Other Directorships _____					

	The extent of the authority to represent the company is :- (give details)					

	These powers :-					
	# <input type="checkbox"/> May be exercised alone					
	OR.					
	# <input type="checkbox"/> Must be exercised with :-					
	(Give name(s) of co-authorised person(s))					

Directors

(See notes 10)

Name

* Voluntary details

Address

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as applicable

(You may photocopy this page as required)

*Style/Title _____

Forenames _____

Surname _____

*Honours etc. _____

Previous Forenames _____

Previous surname _____

Post town _____

County/Region _____

Postcode _____ Country _____

Date of Birth

--	--	--	--	--

 Nationality _____

Business Occupation _____

Other Directorships _____

The extent of the authority to represent the company is :- (give details)

These powers :-

May be exercised alone

OR

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Constitution of company

(See notes 8 to 9)

#Mark box(es)
as applicable

(See note 9)

#	<input type="checkbox"/>	A certified copy of the instrument constituting or defining the constitution of the company
	AND	
	<input type="checkbox"/>	* A certified translation
		*is/are delivered for registration

* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany this form.

#	<input type="checkbox"/>	A copy of the latest accounts of the company
	AND	
	<input type="checkbox"/>	* A certified translation
		*is/are delivered for registration

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

#	<input type="checkbox"/>	The Constitutional documents (*and certified translations)
	AND/OR	
	<input type="checkbox"/>	The latest accounts (*and certified translations)
		of the company were previously delivered on the registration of the branch of the company at :-
	Cardiff	<input type="checkbox"/>
	Edinburgh	<input type="checkbox"/>
	Belfast	<input type="checkbox"/>
	Registration no.	<input type="text"/>

AND/OR

The company may also rely on particulars about the company previously filed in respect of another branch in Northern Ireland, provided that any alterations have been notified to the Registrar.

<input type="checkbox"/>	the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.
Registration no.	<input type="text"/>

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

NOTE :- In all cases, the registration number of the branch or place of business relied upon must be given.

<input type="checkbox"/>	The Constitutional documents (*and certified translation)
	AND/OR
<input type="checkbox"/>	Particulars of the current directors and secretary(ies)
	were previously delivered in respect of a place of business of the company registered at THIS registry.
Registration no.	<input type="text"/>

PART B - BRANCH DETAILS

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch. Give details also of all persons resident in Northern Ireland, who are authorised to accept service of process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate

Form with fields for: *Style/Title, Forenames, Surname, Address, Post town, County, Postcode, Is # [] Authorised to accept service of process on the company's behalf, *AND/OR, Is # [] Authorised to represent the company in relation to that business, The extent of the authority to represent the company is :- (give details), These powers :-, # [] May be exercised alone, OR, # [] Must be exercised with :- (Give name(s) of co-authorised person(s))

Persons authorised to represent the company or accept service of process.

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Northern Ireland, who are authorised to accept service or process on the company's behalf.

* Delete as appropriate

SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the Instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

Mark box(es) as appropriate)

(You may photocopy this page as required)

*Style/Title _____

Forenames _____

Surname _____

Address _____

Post town _____

County _____ Postcode _____

Is # Authorised to accept service of process on the company's behalf

*AND/OR

Is # Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

These powers :-

May be exercised alone

OR

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Address of branch

(See note 11)

Address _____ _____
Post town _____
County _____ Postcode _____

Branch Details

(See notes 12)

Date branch opened	<table border="1"><tr><td> </td><td> </td><td> </td><td> </td><td> </td></tr></table>					
Business carried on at branch _____						

SIGNATURE

Signed _____	(* Director / Secretary / Permanent representative)
Date _____	
This form contains continuation sheets.	

To whom should Companies Registry direct any enquiries about the information on this form?

Name _____
Address _____ _____
_____ Postcode _____
Telephone _____ Extension _____

When completed, this form together with any enclosures should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast, BT1 4JX.

NOTES

Read these notes carefully before completing the form

1. Registration requirement

Every Part XXIII company setting up a place of business in Northern Ireland must register.

If a "Place of Business" is being established then FORM 641 must be used: if a branch is being registered then this form must be used.

A company must register all of its branches.

The requirement to register applies to any limited company which is incorporated outside the United Kingdom and which establishes a branch in Northern Ireland. Great Britain companies, being within the UK, are not required to register any branches in Northern Ireland. They are, however, required to register as having a place of business by submitting form 641 when they set up business in Northern Ireland.

2. Completion of form BR1

If this is the first registration of a branch of a Part XXIII company in the UK, ALL the relevant details of the form must be completed. If a previous branch of the company has already been registered in the UK, and has not closed, registration of the second and any subsequent branches need not complete Part A (Company details) (provided any alterations to those details have been updated), but must complete part B (Branch details).

The forms should be delivered to the Registrar with supporting documents within 1 month of having opened the branch.

3. "Legal Form"

The details of the company's legal form must be disclosed. This includes whether the company is a private or public company, whether it is limited, and, if so, the manner of limitation.

4. "Governing Law"

A company which is not incorporated in an EC member state must state the law under which it is incorporated. This means the relevant rules or legislation which regulate the incorporation of companies in that state: e.g. "Companies Act of (state) 19XX"

5. Names

A Part XXIII company wishing to register its corporate name is subject to the same regulations as Northern Ireland companies. Accordingly, any name which a Part XXIII company wishes to use may be unacceptable or only permissible with the approval of the Department of Economic Development. A company which is served a notice to this effect may then complete form 644(4)(a) giving another name, approved by the Department of Economic Development, under which it proposes carrying on business in Northern Ireland.

6. Delivery of documents in respect of more than one branch.

If the constitutional documents and last accounts of the company have been delivered in respect of another branch in the UK, prior to registration of this branch, the company may rely on those deliveries rather than delivering another set of documents. The company must mark the appropriate boxes, stating the branch in respect of which those documents have already been delivered, the branch number, and the place at which they were registered.

If the company particulars have been delivered in respect of another branch of the company in Northern Ireland prior to registration of this branch (and any alterations have been updated), the company may rely on this delivery, rather than re-disclosing the particulars on this form.

7. Delivery of documents where previous place of business has been registered.

Where the constitutional documents, and the particulars of the directors and secretary(ies) have been delivered in respect of a former place of business in Northern Ireland (and changes to those documents or particulars have been updated), the company may rely on those deliveries rather than re-delivering the documents or re-disclosing those particulars in respect of the branch.

8. Certification of constitutional documents.

A copy of the document(s) constituting or defining the company must be certified in the place of incorporation to be a true copy by:

- (a) an official of the Government in whose custody the original is committed; or
- (b) a notary public; or
- (c) an officer of the company on oath taken before
 - (i) a person having authority in that place to administer an oath; or
 - (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

9. Translations

If the constitutional documents of the company or the latest accounts and reports are not written in the English language, they must be accompanied by a certified translation. This must be done in the following manner:

- (a) if the translation is made in the United Kingdom, by :
 - (i) a notary public in any part of the United Kingdom;
 - (ii) a solicitor (if the translation was made in Scotland), a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or
 - (iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

Notes (continued)

- (b) if the translation was made outside the United Kingdom, by
- (i) a notary public;
 - (ii) a person authorised in the place where the translation was made to administer an oath;
 - (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;
 - (iv) a person certified by a person mentioned above known to him to be competent to translate the document into English.

10. Directors and secretary's details

"Director" includes any person who occupies the position of director regardless of what name he is called.

For an individual, show the full names, NOT INITIALS, together with any previous names. However, previous names need not be given in the case of

- a married woman, the name by which she was known prior to marriage;
- any former name which has been changed or disused since the age of 18, OR for at least 20 years;
- a peer, or an individual normally known by a title, you may state that title instead of the name by which that person was known before adopting the title.

If the director or secretary is a corporation or Scottish firm, show the corporate or firm name on the surname line.

Addresses

Give the usual residential address

In the case of a corporation or Scottish firm, give the registered or principal office address.

11. Branch Address

Give the address of the principal place of business of the branch.

12. Business and Date of commencement.

State the date on which the branch was opened and give brief details of the business of the branch.

13. Photocopies

If there is insufficient space on the form for details about directors, secretaries or permanent representatives, you may photocopy the appropriate pages.

14. Completion of form.

The completed form should be signed by an officer or permanent representative of the company and delivered to the Registrar, together with any supporting documents within one month of the branch being established.

15. Delivery of winding-up, insolvency etc. particulars.

If, at any time prior to the registration in Northern Ireland of the first branch of a Part XXIII company, the company has become subject to winding up, insolvency or similar proceedings, and remains subject to those proceedings, the company must at the same time as delivering Form BR1, also deliver Form 6520(1), 6520(3), 652P(1) (as appropriate).

BR2

Return by a Part XXIII company subject to branch registration of an alteration to constitutional documents

This form should be completed in black.

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986)

Company number

Company name

Branch number

Branch Name

CONSTITUTIONAL DOCUMENTS

* Delete as applicable

Note:- A company is only required to make a return in respect of a branch where the document altered is included amongst the material registered in respect of that branch.

On an alteration was made to the constitutional document(s) of the company

A copy of the new instrument is attached

* A certified translation is also attached

Signed _____

* Director / Secretary / Permanent representative

Date _____

When completed, this form should be returned to the address overleaf

To whom should Companies Registry direct any enquiries about the information on this form?

Name _____

Address _____

Telephone no. _____

When completed, this form should be delivered to the Registrar of Companies, IDB House,
64 Chichester Street, Belfast BT1 4JX.

BR3

This form should be completed in black.

Return by a Part XXIII company subject to branch registration, for alteration of company particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986)

Company number

Company name

(See note 1 on Page 3)

Branch name

(If different to company name)

Particulars of change

1. Change of name

Note: If the company has changed its corporate name in its country of origin, give details here together with the date the change was registered or otherwise made.

Old corporate name

New corporate name

Date of change

2. Change in legal form (Give details of change)

Note: If the company has changed its legal form either by its own decision or by a change in its parent law, give details here

Date of change

3. Change to accounting requirements

Period for which the company is required to prepare accounts by parent law, in substitution for a period previously notified, has been changed to : (dates) _____ to _____

Period allowed for the preparation and public disclosure of accounts for the above period _____ months

Company Particulars

NOTE. The changes to items 3 - 7 only are not required to be notified by companies incorporated in an EC member state or if the changes are already disclosed in the constitutional documents which have been filed with the Registrar.

On * _____ the company changed its principal address in its parent state to _____

4. Principal address

(give new principal place of business)

* Insert date of change

On * _____ the company changed its objects to those +described below / attached

5. Objects

(state new objects)

+delete as applicable

On * _____ the company increased/decreased its issued share capital from _____ to _____

6. Capital

(state new issued share capital (incl. currency))

7. Governing law

Date _____

List any change in the law under which the company was incorporated (e.g. a new Act) include the date of the change.

When completed, this form should be signed overleaf and returned to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

Form BR3

To whom should Companies Registry address any enquiries regarding the information on this form?

Name _____
Address _____ _____
Tel. No _____

* Delete as applicable

This return is delivered in respect of all the branches listed below.

This notice must be delivered to the Registrar within 21 days of the notice of the alteration being received in Northern Ireland in due course of post (if despatched with due diligence)

Signed _____
(* Director / Secretary / Permanent representative)

Date _____

Registration number	Branch name

NOTE: A return must be delivered in respect of any alteration to the company particulars by each branch of a Part XXIII company. If, however, a company has more than one branch in Northern Ireland, it may deliver only one form in respect of all those branches, provided it completes the table above on this page.

BR4

Return by a Part XXIII company subject to branch registration of change of directors or secretary or of their particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.)

This form should be completed in black.

Company number

Branch number

Company name

Branch name
(if different)

Resignation, etc.

(This includes any form of ceasing to hold office e.g. death or removal from office)

Date of resignation etc

Resignation etc, as director

Resignation etc, as secretary

Please mark the appropriate box.
If resignation etc is as a director and secretary mark both boxes.

Forenames

Surname

Date of birth (directors only)

(See note on page 4)

This return is delivered in respect of all the branches listed on page 4

To whom should Companies Registry address any enquiries about the information on this form?

Name

Address

Telephone

When completed, this form should be returned to the address on page 4

Appointment

**(Turn to page 3
notify resignation or
alteration of
particulars)**

NOTES

Show the full forenames **NOT INITIALS** if the director or secretary is a corporation or Scottish firm, show the name on surname line and registered or principal office on the usual residential address line

Give previous forenames or surnames except:

- for a married woman the name before marriage need not be given.
- for names not used since the age of 18 or for at least 20 years

A peer or individual known by a title may state the title instead of or in addition to the forenames and surnames

- * Voluntary details
- + Directors only

Other directorships

Give the name of every company incorporated in Northern Ireland which the person concerned is a director or has been a director at any time in the past 5 years. Exclude a company which either is, or at all times during the past 5 years when the person was a director, was

- dormant
- a parent company which wholly owned the company making the return
- another wholly owned subsidiary of the same parent company

You may use a separate sheet of paper if necessary.

Give brief particulars of the extent of the powers exercised (e.g. whether they are limited to powers expressly conferred by the instrument of appointment, or whether they are subject to express limitations.) Where the powers are exercised jointly, give the name(s) of the person(s)

Mark as applicable

This return must be delivered to the Registrar within 21 days of the notice being received in Northern Ireland in due course of post (if despatched with due diligence)

Date of appointment

DA

Appointment of director

CD

Appointment of secretary

CS

Please mark the appropriate box. If appointment is as a director and secretary mark both boxes.

Name *Style/title

Forenames

Surname

*Honours etc

Previous forenames

Previous surname

Usual residential address

AD

Post town

County/region

Postcode

+ Date of birth

DO

+Nationality NA

+Business Occupation

OC

+Other directorships

Scope of authority

The extent of the authority to represent the company is (give details)

These powers :

- # May be exercised acting alone,
- # Must be exercised with :- (give names of co-authorised person(s))

I consent to act as director/secretary of the above named company

Consent signature

Signed _____ Date _____

Registration number	Branch name

NOTE: A return must be delivered in respect of any alteration to the company particulars by each branch of a Part XXIII company. If, however, a company has more than one branch in Northern Ireland, it may deliver only one form in respect of all those branches, provided it completes the table above on this page.

When completed, this form should be delivered to the Registrar of Companies, IDB House, 64 Chichester Street, Belfast BT1 4JX.

BR5

Return by a Part XXIII company subject to branch registration of change of address or other branch particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.)

This form should be completed in black

Company number

Branch number

Corporate name

Branch name
(if applicable)

Change of Address

Previous address of branch

This return must be delivered to the Registrar within 21 days of the alteration being made.

*Delete as applicable

New address of branch

N.B. If a company moves a branch from one part of the United Kingdom to another part of the United Kingdom then it must close its registration in the first part (notifying the Registrar) and re-register the branch at the new registry.

Change in nature of business carried on at the branch
(Describe new business)

<input type="text"/>	Branch number	<input type="text"/>
<input type="text"/>		
<input type="text"/>		

RO	<input type="text"/>
Post town	<input type="text"/>
County	<input type="text"/>
Postcode	<input type="text"/>

RO	<input type="text"/>
Post town	<input type="text"/>
County	<input type="text"/>
Postcode	<input type="text"/>
Date of change	<input type="text"/>

<input type="text"/>	
<input type="text"/>	
<input type="text"/>	
<input type="text"/>	
Date of change	<input type="text"/>

See overleaf for other branch changes

Change of business name
of the branch

Previous name _____				

New name _____				

Date of change <table border="1"><tr><td> </td><td> </td><td> </td><td> </td></tr></table>				

Signature

Signed _____
<small>* Director / Secretary / Permanent representative</small>
Date _____

To whom should
Companies Registry
address any enquiries
about the information
on this form?

Tel

When completed, this should be delivered to the Registrar of Companies, IDB House, 64
Chichester Street, Belfast, BT1 4JX.

BR6

Return of change of person authorised to accept service or to represent the branch of a Part XXIII Company or of any change in their particulars

(Pursuant to Schedule 20A, paragraph 7(1) of the Companies (Northern Ireland) Order 1986.)

This form should be completed in black.
This notice must be delivered to the Registrar within 21 days of the alteration being made.

Company number	<input type="text"/>	Branch number	<input type="text"/>
Company name	<input type="text"/>		
Branch name (If different to corporate name)	<input type="text"/>		

TERMINATION OF AUTHORITY

See overleaf for appointments and change of particulars

Date of termination

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
----------------------	----------------------	----------------------	----------------------	----------------------	----------------------

Position vacated

(Mark appropriate box(es))

<input type="checkbox"/>
<input type="checkbox"/>

Person authorised to accept service on the company's behalf

Person authorised to represent the company at the branch

Complete these details for resignation of any person authorised to accept service or process on the company's behalf or who was authorised to represent the company in relation to the business of the branch.

Name	<input type="text"/>
Address	<input type="text"/>
	<input type="text"/>
	<input type="text"/>

To whom should Companies Registry direct any enquiries about the information on this form?

<input type="text"/>
<input type="text"/>
<input type="text"/>
Tel. <input type="text"/>

When completed, this form should be delivered to the address on page 4

APPOINTMENT

Persons authorised to represent the company or who may accept service or process

Give the name and address of the person appointed, together with the date of appointment. Mark the box(es) relevant to the appointment. If the appointment is to both positions mark both boxes.

*Delete as appropriate.

* Style/Title

Forenames

Surname

Address

County/Region

Postcode

Is authorised to accept service of process on the company's behalf

*AND/OR

Is authorised to represent the company in relation to that business

Date of appointment

____|____|____|____|____|____

SCOPE OF AUTHORITY

The authority to represent the company is :-

Is #

Authorised to accept service of process on the company's behalf

*AND/OR

Is #

Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised, jointly give the name(s) of the person(s) concerned.

These powers :-

#

May be exercised alone

OR

#

Must be exercised with :-

(Give name(s) of co-authorised person(s))

Mark box(es) as appropriate)

CHANGE OF PARTICULARS

Mark the appropriate box. If change relates to both positions, mark both boxes

Change of name Name previously notified to Companies Registry

New name

Change of residential address (enter new address)

Change of authority to act

(this part does not apply to a person authorised to accept service on behalf of the company)

Give brief particulars of any change in the authority of the officer to represent the company, including any alteration to the manner in which the existing or new powers may be exercised (e.g. requiring them to be exercised with other persons).

Mark appropriate box

Signature

* Delete as applicable

Date of change

--	--	--	--	--

Change of particulars of person authorised to accept service

Change of particulars of person authorised to represent the company

Forenames _____

Surname _____

Forenames _____

Surname _____

Address _____

Post town _____

County _____ Postcode _____

Country _____

The extent of the authority of the above person to represent the company has been altered to :- [give details]

The powers :

May be exercised alone

OR

MUST be exercised with: [give names of co-authorised person(s)]

Signed _____ (director \ Secretary \ Permanent represent)

Date _____

When completed, this form should be delivered to the Registrar of Companies, IDB House,
64 Chichester Street, Belfast, BT1 4JX.

BR7

This form should be completed in black.

Return by a Part XXIII company of the branch at which the constitutional documents of the company have been registered in substitution for a previous branch
(Pursuant to Schedule 20A, paragraph 8(2) of the Companies (Northern Ireland) Order 1986.)

Company number

Company name

If this form is delivered in respect of other branches in Northern Ireland, list the branch numbers overleaf.

Gives notice that the :-

- # Constitutional documents of the company
- A certified translation

are now included in the documents which are registered in respect of another branch

#Mark appropriate boxes

Registered number of that branch

Place of registration

- # Cardiff
- Edinburgh
- Belfast

This return must be delivered to the Registrar within 21 days of the notice of the alteration being received in Northern Ireland in due course of post (if despatched with due diligence)

Signed

* Director / Secretary / Permanent representative

Date

*Delete as applicable.

This form is delivered in respect of all the branches listed overleaf

To whom should Companies Registry direct any enquiries about the information on this form?

Tel. _____

Prescribed Particulars in Prescribed Forms

Forms BR2; BR3; BR4; BR5; and BR6

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

These Regulations prescribe forms to be used in filing particulars with the registrar of companies in connection with the new regime for the registration of branches of Part XXIII companies, introduced by the Part XXIII Companies and Credit and Financial Institutions (Branch Disclosure) Regulations (Northern Ireland) 1993 (S.R. 1993 No. 198).

These also prescribe amended forms (Forms 641, 644(4)(a) and 644(4)(b)) in connection with the registration of a place of business of a Part XXIII company pursuant to Article 641, and the registration of names of Part XXIII Companies. There is, however, a transitional provision permitting the continued use of the existing forms for a period of 12 months following the commencement of these regulations.

The Regulations also provide how certain translations of documents, required to be filed with the registrar of companies in respect of the branches of Part XXIII companies, are to be certified.