



# Stock Transfer Act 1963

## 1963 CHAPTER 18

An Act to amend the law with respect to the transfer of securities. [10th July 1963]

### Modifications etc. (not altering text)

- C1** Act modified (10.2.2000) by [2000 c. iii, s. 13\(3\)](#) (with [s. 16](#))  
Act modified (22.3.2001) by [2001 c. i, s. 10\(3\)](#) (with [s. 13](#))  
Act modified (4.12.2001) by [2001 c. v, s. 11\(2\)](#)  
Act modified (with effect as mentioned in [s. 4](#) of the amending Act) by [2002 c. iii, s. 10\(2\)](#)  
Act modified (with effect as mentioned in [s. 4\(1\)\(d\)](#) of the amending Act) by [2002 c. iv, s. 13\(3\)](#)

### Commencement Information

- II** Act partly in force at Royal Assent see [s. 6\(2\)](#); Act wholly in force at 26.10.1963

## 1 Simplified transfer of securities.

- (1) Registered securities to which this section applies may be transferred by means of an instrument under hand in the form set out in Schedule 1 to this Act (in this Act referred to as a stock transfer), executed by the transferor only and specifying (in addition to the particulars of the consideration, of the description and number or amount of the securities, and of the person by whom the transfer is made) the full name and address of the transferee.
- (2) The execution of a stock transfer need not be attested; and where such a transfer has been executed for the purpose of a stock exchange transaction, the particulars of the consideration and of the transferee may either be inserted in that transfer or, as the case may require, supplied by means of separate instruments in the form set out in Schedule 2 to this Act (in this Act referred to as brokers transfers), identifying the stock transfer and specifying the securities to which each such instrument relates and the consideration paid for those securities.
- (3) Nothing in this section shall be construed as affecting the validity of any instrument which would be effective to transfer securities apart from this section; and any instrument purporting to be made in any form which was common or usual before the commencement of this Act, or in any other form authorised or required for that

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purpose apart from this section, shall be sufficient, whether or not it is completed in accordance with the form, if it complies with the requirements as to execution and contents which apply to a stock transfer.

- (4) This section applies to fully paid up registered securities of any description, being—
- (a) securities issued by any company within the meaning of the [<sup>F1</sup>Companies Act 1985] except a company limited by guarantee or an unlimited company;
  - (b) securities issued by any body (other than a company within the meaning of the said Act) incorporated in Great Britain by or under any enactment or by Royal Charter except a building society within the meaning of the [<sup>M1</sup>Building Societies Act [<sup>F2</sup>1986] or a society registered under [<sup>F3</sup>the [<sup>M2</sup>Industrial and Provident Societies Act 1965;]
  - (c) securities issued by the Government of the United Kingdom, except stock or bonds in the [<sup>F4</sup>the National Savings Stock Register] . . . [<sup>F5</sup>], and except national savings certificates;
  - (d) securities issued by any local authority;
  - [<sup>F6</sup>(e) units of an authorised unit trust scheme or a recognised scheme within the meaning of the Financial Services Act 1986].
  - [<sup>F7</sup>(f) shares issued by an investment company with variable capital within the meaning of the Open-Ended Investment Companies (Investment Companies with Variable Capital) Regulations 1996.]

#### Textual Amendments

- F1** Words substituted by Companies Consolidation (Consequential Provisions) Act 1985 (c. 9, SIF 27), ss. 21, 23, 30, 31(8), **Sch. 2**
- F2** “1986” substituted by Building Societies Act 1986 (c. 53, SIF 16), ss. 54(3)(a)(5), 120, Sch. 18 Pt. I para. 5
- F3** Words substituted by virtue of Interpretation Act 1889 (c. 63), s. 38(1)
- F4** Words substituted by Post Office Act 1969 (c. 48), s. 108(1)(f)
- F5** Words repealed by Finance Act 1964 (c. 49), **Sch. 9**
- F6** S. 1(4)(e) substituted by Financial Services Act 1986 (c. 60, SIF 69), s. 212(2), **Sch. 16 para. 4(a)**
- F7** S. 1(4)(f) inserted (6.1.1997) by 1996/2827, reg. 75, Sch. 8 Pt. I para.2

#### Modifications etc. (not altering text)

- C2** S. 1 amended by S.I. 1979/277, **art. 3**
- C3** S. 1 modified by S.I. 1990/18, **art. 4**
- C4** S. 1(3) modified by S.I. 1990/18, **art. 3**

#### Marginal Citations

- M1** 1986 c.53.
- M2** 1965 c. 12.

## 2 Supplementary provisions as to simplified transfer.

- (1) Section 1 of this Act shall have effect in relation to the transfer of any securities to which that section applies notwithstanding anything to the contrary in any enactment or instrument relating to the transfer of those securities; but nothing in that section affects—

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- (a) any right to refuse to register a person as the holder of any securities on any ground other than the form in which those securities purport to be transferred to him: or
  - (b) any enactment or rule of law regulating the execution of documents by companies or other bodies corporate, or any articles of association or other instrument regulating the execution of documents by any particular company or body corporate.
- (2) Subject to the provisions of this section, any enactment or instrument relating to the transfer of securities to which section 1 of this Act applies shall, with any necessary modifications, apply in relation to an instrument of transfer authorised by that section as it applies in relation to an instrument of transfer to which it applies apart from this subsection; and without prejudice to the generality of the foregoing provision, the reference in [<sup>F8</sup>section 184 of the Companies Act 1985] (certification of transfers) to any instrument of transfer shall be construed as including a reference to a brokers transfer.
- (3) In relation to the transfer of securities by means of a stock transfer and a brokers transfer—
- (a) any reference in any enactment or instrument (including in particular [<sup>F8</sup>section 183(1) and (2) of the Companies Act 1985] . . . <sup>F9</sup>) to the delivery or lodging of an instrument (or proper instrument) of transfer shall be construed as a reference to the delivery or lodging of the stock transfer and the brokers transfer;
  - (b) any such reference to the date on which an instrument of transfer is delivered or lodged shall be construed as a reference to the date by which the later of those transfers to be delivered or lodged has been delivered or lodged; and
  - (c) subject to the foregoing provisions of this subsection, the brokers transfer (and not the stock transfer ) shall be deemed to be the conveyance or transfer for the purposes of the enactments related to stamp duty.
- [<sup>F10</sup>(4) Without prejudice to subsection (1) of this section, section 1 of this Act shall have effect, in its application to Scotland, notwithstanding anything to the contrary in any enactment relating to the execution of instruments or the validity of instruments delivered with particulars left blank; but so much of subsection (2) of that section as provides that the execution of a stock transfer need not be attested shall not apply to a transfer executed in accordance with section 18 of the <sup>M3</sup>Conveyancing (Scotland) Act 1924 on behalf of a person who is blind or unable to write.]

#### Textual Amendments

- F8** Words substituted by [Companies Consolidation \(Consequential Provisions\) Act 1985 \(c. 9, SIF 27\)](#), ss. 21, 23, 30, 31(8), [Sch. 2](#)
- F9** Words repealed by [Finance Act 1990 \(c. 29, SIF 114\)](#), s. 132, [Sch. 19 Pt. VI](#) (subject to the provisions at the end of that Part) and expressed to be repealed (27.7.1999 with effect as mentioned in Sch. 20 Pt. V(5) of [1999 c. 16](#)) by [1999 c. 16](#), s. 139, [Sch. 20 Pt. V\(5\)](#), Notes 1, 2
- F10** [S. 2\(4\)](#) repealed (S.) (1.8.1995) by [1995 c. 7](#), ss. 14(2), 15(2), [Sch. 5](#) (with ss. 9(3)(5)(7), 13, 14(3))

#### Marginal Citations

- M3** [1924 c. 27](#).

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### 3 Additional provisions as to transfer forms.

- (1) References in this Act to the forms set out in Schedule 1 and Schedule 2 include references to forms substantially corresponding to those forms respectively.
- (2) The Treasury may by order amend the said Schedules either by altering the forms set out therein or by substituting different forms for those forms or by the addition of forms for use as alternatives to those forms; and references in this Act to the forms set out in those Schedules (including references in this section) shall be construed accordingly.
- (3) Any order under subsection (2) of this section which substitutes a different form for a form set out in Schedule 1 to this Act may direct that subsection (3) of section 1 of this Act shall apply, with any necessary modifications, in relation to the form for which that form is substituted as it applies to any form which was common or usual before the commencement of this Act.
- (4) Any order of the Treasury under this section shall be made by statutory instrument, and may be varied or revoked by a subsequent order; and any statutory instrument made by virtue of this section shall be subject to annulment in pursuance of a resolution of either House of Parliament.
- [<sup>F11</sup>(5) An order under subsection (2) of this section may—
  - (a) provide for forms on which some of the particulars mentioned in subsection (1) of section 1 of this Act are not required to be specified;
  - (b) provide for that section to have effect, in relation to such forms as are mentioned in the preceding paragraph or other forms specified in the order, subject to such amendments as are so specified (which may include an amendment of the reference in subsection (1) of that section to an instrument under hand);
  - (c) provide for all or any of the provisions of the order to have effect in such cases only as are specified in the order.]

#### Textual Amendments

**F11** S. 3(5) inserted by [Stock Exchange \(Completion of Bargains\) Act 1976 \(c. 47\), ss. 6\(1\), 7\(4\)](#)

### 4 Interpretation.

- (1) In this Act the following expressions have the meanings hereby respectively assigned to them, that is to say—
  - “local authority” means, in relation to England and Wales, any authority being, within the meaning of the Local Loans Act 1875, an authority having power to levy a rate
  - [<sup>F12</sup>(a) a billing authority or a precepting authority, as defined in section 69 of the <sup>F13</sup>Local Government Finance Act 1992;
  - (aa) [<sup>F14</sup>a combined police authority or] a combined fire authority, as defined in section 144 of the <sup>M4</sup>Local Government Finance Act 1988;]
  - (b) a levying body within the meaning of section 74 of that Act; and
  - [<sup>F12</sup>(c) a body as regards which section 75 of that Act applies.] and, in relation to Scotland, a county council, a town council and any statutory authority, commissioners or trustees to whom section 270 of the <sup>M5</sup>Local Government (Scotland) Act 1947 applies;

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“registered securities” means transferable securities the holders of which are entered in a register (whether maintained in Great Britain or not);

“securities” means shares, stock, debentures, debenture stock, loan stock, bonds, units of a [<sup>F15</sup>collective investment scheme within the meaning of the Financial Services Act 1986], and other securities of any description;

“stock exchange transaction” means a sale and purchase of securities in which each of the parties is a member of a stock exchange acting in the ordinary course of his business as such or is acting through the agency of such a member;

“stock exchange” means the Stock Exchange, London, and any other stock exchange (whether in Great Britain or not) which is declared by order of the Treasury to be a recognised stock exchange for the purposes of this Act.

- (2) Any order of the Treasury under this section shall be made by statutory instrument, and may be varied or revoked by a subsequent order.

#### Textual Amendments

- F12** S. 4(1): in definition of "local authority" paras. (a)(b)(c) substituted (E.W.) (1.4.1990) for words by S.I. 1990/776, art. 8, **Sch. 3 para. 8**
- F13** S. 4(1): in definition of "local authority" paras. (a)(aa) substituted (2.11.1992) for para. (a) by **Local Government Finance Act 1992 (c. 14), s. 117(1), Sch. 13 para. 12; S.I. 1992/2454, art. 2.**
- F14** Words in s. 4(1) repealed ((E.W.) 1.4.1995 and otherwise *prosp.*) by 1994 c. 29, ss. 93, 94(1), **Sch. 9 Pt.I; S.I. 1994/3262, art. 4, Sch.**
- F15** Words substituted by **Financial Services Act 1986 (c. 60, SIF 69), s. 212(2), Sch. 16 para. 4(b)**

#### Marginal Citations

- M4** 1988 c. 41.  
**M5** 1947 c. 43.

## 5 Application to Northern Ireland.

- (1) This Act, so far as it applies to things done outside Great Britain, extends to Northern Ireland.
- (2) Without prejudice to subsection (1) of this section, the provisions of this Act affecting securities issued by the Government of the United Kingdom shall apply to any such securities entered in a register maintained in Northern Ireland.
- (3) ..... <sup>F16</sup>
- (4) Except as provided by this section, this Act shall not extend to Northern Ireland.

#### Textual Amendments

- F16** S. 5(3) repealed by **Northern Ireland Constitution Act 1973 (c. 36), Sch. 6 Pt. I**

#### Modifications etc. (not altering text)

- C5** S. 5(1)(2) applied to s. 3(5) of this Act by **Stock Exchange (Completion of Bargains) Act 1976 (c. 47), ss. 6(2), 7(4)**

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## 6 Short title and commencement.

- (1) This Act may be cited as the Stock Transfer Act 1963.
- (2) Subsection (3) of section 5 of this Act shall come into force on the passing of this Act, and the remaining provisions of this Act shall come into force on such date as the Treasury may by order made by statutory instrument direct.

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### **Modifications etc. (not altering text)**

C6 26.10.1963 appointed under s. 6(2) by [S.I. 1963/1592](#)

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## SCHEDULES

### SCHEDULE I

Section 1

F17

F18

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#### Textual Amendments

**F17** Form substituted (15.7.1996) by [S.I. 1996/1571, art. 3 Sch. 2](#)

**F18** Form added (15.7.1996) to Sch. 1 by [S.I. 1996/1571, art. 2 Sch. 1](#).

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Article 3

STOCK TRANSFER FORM		Certificate lodged with the Registrar
Consideration Money £.....		(For completion by the Registrar/ Stock Exchange)
Name of Undertaking.		
Description of Security.		
Number or amount of Shares, Stock or other security and, in figures column only, number and denomination of units, if any.	Words	Figures
	( units of )	
Name(s) of registered holder(s) should be given in full: the address should be given where there is only one holder.  If the transfer is not made by the registered holder(s) insert also the name(s) and capacity (eg. Executor(s)), of the person(s) making the transfer.	in the name(s) of	
Delete words in italics except for stock exchange transactions.	<p><i>I/We hereby transfer the above security out of the name(s) aforesaid to the person(s) named below or to the several persons named in Parts 2 of Brokers Transfer Forms relating to the above security:</i></p> <p>Signature(s) of transferor(s)</p> <p>1 ..... 3 .....</p> <p>2 ..... 4 .....</p> <p>A body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements.</p>	
Full name(s), full postal address(es) (including County or, if applicable, Postal District number) of the person(s) to whom the security is transferred.  Please state title, if any, or whether Mr, Mrs or Miss.  Please complete in type or in Block Capitals.	Date	
I/We request that such entries be made in the register as are necessary to give effect to this transfer.		
Stamp of Buying Broker(s) (if any).	Stamp or name and address of person lodging this form (if other than the Buying Broker(s)).	
Reference to the Registrar in this form means the registrar or registration agent of the undertaking, not the Registrar of Companies at Companies House.		



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*(Endorsement for use only in stock exchange transactions)*

*The security represented by the transfer overleaf has been sold as follows:-*

.....Shares/Stock	.....Shares/Stock
.....Shares/Stock	.....Shares/Stock
.....Shares/Stock	.....Shares/Stock
.....Shares/Stock	.....Shares/Stock
.....Shares/Stock	.....Shares/Stock
.....Shares/Stock	.....Shares/Stock

*Balance (if any) due to Selling Broker(s)*

*Amount of Certificate(s)*

*Brokers Transfer Forms for above amount certified*

*Stamp of certifying Stock Exchange*

*Stamp of Selling Broker(s)*

**TILDEMAN  
 SOLD  
 TRANSFER**

This transfer is exempt from Transfer Stamp Duty

*Above this line for Registrar's use only*

Name of Underwriting	Regist. Reference No.	Continued on next page
Description of Security		For completion by the Registrar only
Amount of stock in number of shares or units or other units as stated	Notes	

Number of registered holders to be given in full. The full name should be given where there is only one holder.

If the transfer is not made for the registered holder(s) insert into the margin the name and capacity (i.e. executor, trustee) of the party(ies) making the transfer.

**PLEASE SIGN HERE**

I/We hereby transfer the above security (set out in the margin) to the person(s) named in the margin and request the necessary entries to be made in the register.

Signature of Transferor

Signature of Selling Agent

Date

THIS FORM IS VALID FOR THE PURPOSES OF THE STOCK TRANSFER ACT 1963 AND THE COMPANIES ACT 1985. IT IS NOT VALID FOR THE PURPOSES OF THE COMPANIES ACT 2006. THE COMPANIES ACT 2006 DOES NOT REQUIRE THE USE OF THIS FORM. THE COMPANIES ACT 2006 DOES NOT REQUIRE THE USE OF THIS FORM. THE COMPANIES ACT 2006 DOES NOT REQUIRE THE USE OF THIS FORM.



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SCHEDULE 1		Article 2
<small>Above this line for Registrar's use</small>		
<b>TRANSFER</b>	Counter Location Stamp	Barcode or reference
	RN	
<small>Above this line for completion by the depositing system-user only.</small>		
Name of Undertaking.	Consideration Money	Certificate(s) lodged with Registrar <small>(To be completed by Registrar)</small>
	Description of Security.	
<small>Please complete form in type or in block capitals.</small>	Amount of shares or other security in words	Figures
	<small>Name(s) of registered holder(s) should be given in full: the address should be given where there is only one holder.  If the transfer is not made by the registered holder(s) insert also the name(s) and capacity (e.g. executor(s)) of the person(s) making the transfer.</small>	In the name(s) of
		Balance certificate(s) required
<b>Please Sign Here</b> →	<p>I/We hereby transfer the above security out of the name(s) aforesaid into the name(s) of the system-member set out below and request that the necessary entries be made in the undertaking's own register of members.</p> <p>Signature(s) of transferor(s)</p> <p>1.</p> <p>2.</p> <p>3.</p> <p>4.</p> <p><small>A body corporate should execute this transfer under its common seal or otherwise in accordance with applicable statutory requirements.</small></p>	Stamp of depositing system-user
		Date
<small>Full name(s) of the person(s) to whom the security is transferred.  Each person(s) must be a system-member.</small>		Participant ID
		Member Account ID
<small>Reference to the Register in this form means the register or registration agent of the undertaking, not the Registrar of Companies or Companies House.</small>	<small>In delivering this transfer at the direction and on behalf of the depositing system-user whose stamp appears herein and free not in any manner to say extent warrant or represent the validity, correctness or correctness of the transfer instructions contained herein or the genuineness of the signature(s) of the transferor(s). The depositing system-user by delivering this transfer to authorities as deliver this transfer for registration and agrees to be deemed for all purposes to be the person(s) actually so delivering this transfer for registration.</small>	

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SCHEDULE 2

Section 1

BROKERS TRANSFER FORM		Certificate lodged with the Registrar
Consideration Money £.....		(For completion by the Registrar/Stock Exchange)
Part 1 [Name of Undertaking]		
[Description of security]		
Number or amount of Shares, Stock or other security and, in figures column only, number and denomination of units, if any	Words	Figures ( units of )
	Name(s) of registered holder(s) should be given in full; the address should be given where there is only one holder.	
<small>If the transfer is not made by the registered holder(s) their names and capacity (if any) must be given, as well as the names of the persons making the transfer.</small>		
I/We confirm that the Stock Transfer Form relating to the security set out above has been lodged with the Registrar, and that the said security has been sold by me/us by a stock exchange transaction within the meaning of the Stock Transfer Act 1963.		
<i>Date and Stamp of Selling Broker(s)</i>		
Part 2 Full name(s), full postal address(es) (including County or, if applicable, Postal District number) of the person(s) to whom the security is transferred. <small>Please state, if any, or whether the said, or whether the said, is/are a(s) British Citizen.</small>		
I/We confirm that the security set out in Part 1 above has been purchased by a stock exchange transaction within the meaning of the Stock Transfer Act 1963, and I/we request that such entries be made in the register as are necessary to give effect to this transfer.		
<small>Stamp of Buying Broker(s)</small>		<small>Stamp of Lending Agent (if other than the Buying Broker(s))</small>

\*Words substituted by S.I. 1974/1214, art. 3(d)

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