

**1975/272****THE COMPANIES REGULATIONS 1956, AMENDMENT NO. 4**

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DENIS BLUNDELL, Governor-General

**ORDER IN COUNCIL**At the Government House at Wellington this 24th day of November  
1975

Present:

HIS EXCELLENCY THE GOVERNOR-GENERAL IN COUNCIL

PURSUANT to the Companies Act 1955, His Excellency the Governor-General, acting by and with the advice and consent of the Executive Council, hereby makes the following regulations.

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**REGULATIONS**

**1. Title and commencement**—(1) These regulations may be cited as the Companies Regulations 1956, Amendment No. 4, and shall be read together with and deemed part of the Companies Regulations 1956\* (hereinafter referred to as the principal regulations).

(2) These regulations shall come into force on the 1st day of January 1976.

**2. Shape, writing, etc., of documents to be registered**—Regulation 3 of the principal regulations is hereby amended by revoking subclause (1), and substituting the following subclause:

“(1) All documents prepared to be registered or to be delivered, sent, or forwarded to the Registrar shall be legibly and clearly written, typewritten, or printed on A4 international size paper of medium weight and good quality, with a binding margin at least 5 centimetres wide. Where there are more sheets than one they shall be fastened together with a sufficient fastener at the top left-hand corner:

“Provided that the requirements as to paper size and weight, the width of the binding margin, and fastening prescribed in this subclause shall not apply in respect of any prospectus.”

**\*S.R. 1956/210**Amendment No. 1: S.R. 1957/256  
Amendment No. 2: S.R. 1967/243  
Amendment No. 3: S.R. 1974/29

**3. Time for delivering particulars of alterations in documents, etc., under section 401**—Regulation 7 of the principal regulations is hereby amended by omitting the word “twenty-one” in both places where it occurs, and substituting in each case the figure “30”.

**4. New form for notice of increase in nominal capital**—The Schedule to the principal regulations is hereby amended by revoking form 3, and substituting the new form 3 set out in the First Schedule to these regulations.

**5. Amendment of form for particulars of directors and secretaries and of any changes therein**—Form 7 in the Schedule to the principal regulations is hereby amended—

(a) By omitting from the columns relating to particulars of the directors and of any changes therein the heading to the last column, namely “Changes||”, and substituting the heading “Changes and date thereof||”:

(b) By omitting from the columns relating to particulars of the secretaries and of any changes therein the heading to the last column, namely “Changes||”, and substituting the heading “Changes and date thereof||”:

(c) By adding to the fifth note (which commences with the words “|| A complete list of the directors and secretaries”) the words “In the case of a change due to death, also state the date on which the company received a letter advising it of such death or the date on which an officer of the company learnt of such death, whichever is the earlier.”.

**6. Amendment of form for particulars of directors and secretaries of an overseas company and of any changes therein**—Form 15 in the Schedule to the principal regulations is hereby amended—

(a) By omitting from the columns relating to particulars of the directors and of any changes therein the heading to the last column, namely “Changes||”, and substituting the heading “Changes and date thereof||”:

(b) By omitting from the columns relating to particulars of the secretaries and of any changes therein the heading to the last column, namely “Changes||”, and substituting the heading “Changes and date thereof||”:

(c) By adding to the fifth note (which commences with the words “|| A complete list of the directors and secretaries”) the words “Where the required return is made more than 30 days after the date of a change of director or secretary, also state the date on which notice of the change was received in New Zealand.”.

**7. New form for declaration of non-disclosure pursuant to section 9A of the Act**—(1) The Schedule to the principal regulations is hereby further amended by revoking form 19 (as inserted by regulation 2 of the Companies Regulations 1956, Amendment No. 3), and substituting the new form 19 set out in the Second Schedule to these regulations.

(2) The Companies Regulations 1956, Amendment No. 3, are hereby consequentially revoked.

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SCHEDULES

Reg. 4

FIRST SCHEDULE

NEW FORM 3 IN SCHEDULE TO PRINCIPAL REGULATIONS Form 3  
 "No. of company:

*The Companies Act 1955*

NOTICE OF INCREASE IN NOMINAL CAPITAL

*Pursuant to Section 72*

Name of company:  
 Presented by—  
 To the Registrar of Companies

..... Limited hereby gives you notice pursuant to section 72 of the Companies Act 1955 that on the ..... day of ..... 19..... the Company resolved to increase its nominal capital. The text of the \*..... resolution is as follows: [*Here set out the exact text of the resolution*]

The additional capital of \$..... (which increases the nominal capital of the company to \$.....) is divided as follows:

Number of Shares	Class of Shares	Nominal Amount of Each Share

The conditions (e.g., voting rights, dividends, etc.) subject to which the new shares have been or are to be issued are as follows:

[*If any of the new shares are preference shares state whether they are redeemable or not.*]

Dated the ..... day of ..... 19.....

[*Signature*]

[*State whether director or secretary*]

\*"Ordinary", "extraordinary", or "special"."

SECOND SCHEDULE

Reg. 7

NEW FORM 19 IN SCHEDULE TO PRINCIPAL REGULATIONS

“No. of company:

The Companies Act 1955

Form 19

DECLARATION OF NON-DISCLOSURE PURSUANT TO SECTION 9A OF THE COMPANIES ACT 1955

Pursuant to Section 9A (2)

Name of company:

I, [Insert name], of [Insert place of abode and occupation], solemnly and sincerely declare—

1. That the Registrar of Companies has authorised me to exercise the powers specified in section 9A (1) of the Companies Act 1955 for the purpose of ascertaining whether [Insert name of company] or any officer of that company is complying with or has complied with that Act.

2. That I will not, except in accordance with section 9A (3) of that Act or for the purposes of that Act or in the course of any criminal proceedings, make a record of or divulge or communicate to any other person any information that I acquire by an inspection under subsection (1) of the said section 9A.

And I make this solemn declaration conscientiously believing the same to be true and by virtue of the Oaths and Declarations Act 1957.

Declared at ..... this ..... day }
of ..... 19..... before me— }

A solicitor of the Supreme Court of New Zealand or A Justice of the Peace for New Zealand.”

P. G. MILLEN,
Clerk of the Executive Council.

EXPLANATORY NOTE

This note is not part of the regulations, but is intended to indicate their general effect.

These regulations (which come into force on 1 January 1976) amend the Companies Regulations 1956.

Regulation 2 substitutes a new subclause (1) in regulation 3 of the principal regulations (which relates to shape, writing, etc., of documents to be registered). The new subclause is in similar terms to the original subclause except that—

- (a) The prescribed paper size is A4 international, rather than half-sheets of foolscap:
(b) The prescribed binding margin is 5 cm, rather than one-fourth of the width of the paper:
(c) The requirements as to paper size and weight, the width of the binding margin, and fastening do not apply to any prospectus.

Regulation 3 increases from 21 days to 30 days the time within which particulars of alterations in documents, etc., of overseas companies must be delivered to the Registrar of Companies.

Regulation 4 substitutes a new form 3 (notice of increase in nominal capital) in the Schedule to the principal regulations. This amendment is consequential upon the Companies Amendment Act 1975.

Regulations 5 and 6 amend form 7 (particulars of directors and secretaries and of any changes therein) and form 15 (particulars of directors and secretaries of an overseas company and of any changes therein) in the Schedule to the principal regulations respectively. These amendments are consequential upon the Companies Amendment Act 1975.

Regulation 7 substitutes a new form 19 (declaration of non-disclosure pursuant to section 9A of the Act) in the Schedule to the principal regulations. This amendment is consequential upon the Companies Amendment Act 1975.

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Issued under the authority of the Regulations Act 1936.

Date of notification in *Gazette*: 27 November 1975.

These regulations are administered in the Department of Justice.