

## Regulations under the *Companies Ordinance*

I JOHN NORMAN NELSON, the Administrator of the Northern Territory of Australia, having received the advice of the Administrator's Council, hereby make the following Regulations under the *Companies Ordinance*.

Dated this sixteenth day of September, 1974.

J. NELSON  
Administrator

### AMENDMENTS OF THE COMPANIES REGULATIONS

1. Regulation 2 of the Companies Regulations is repealed. Repeal of  
Regulation 2.
- 2.(1) Regulation 8 of the Companies Regulations is amended by omitting paragraph (a) and substituting the following paragraph: General  
requirements  
for documents  
lodged with  
Registrar
  - "(a) the document shall be on paper of medium weight and good quality and—
    - (i) in the case of a document on paper of less than foolscap folio size—not less than 216 millimetres deep by 140 millimetres wide; and
    - (ii) in any other case—of foolscap folio size or a multiple of that size;"
  - (2) Paragraphs (d) and (e) of regulation 8 of the Companies Regulations are amended by omitting "one inch" (wherever occurring) and substituting "26 millimetres".
  - (3) Paragraph (d) of regulation 8 of the Companies Regulations is amended by omitting "one-half of an inch" and substituting "13 millimetres".
3. Regulation 9(6) of the Companies Regulations is amended by omitting "one of the persons" and substituting "each of the persons". Clarification  
and certification  
of documents
4. Regulation 10 of the Companies Regulations is amended by omitting sub-regulation (1) and substituting the following sub-regulation: Security by  
official liquidator  
(Form 62A)
  - "(1) For the purposes of section 231 of the Ordinance, the security for the due fulfilment of the duties of an official liquidator is—

\*Notified in the *Northern Territory Government Gazette* on 26 September, 1974.

- (a) a bond in the amount of 10,000 dollars to the Commonwealth, with an approved surety in the amount of 10,000 dollars, in accordance with Form 62A; or
- (b) a deposit with the Treasurer of 10,000 dollars in cash or of approved securities to that amount.”.

Certified copies  
of statements  
of affairs  
(Form 56)

5. Regulation 16(1)(c) of the Companies Regulations is amended by omitting “sub-section (3)” and substituting “sub-section (3A)”.

Lodging of  
prescribed  
documents given  
under  
Part VIa

6.(1) Regulation 24A(3) of the Companies Regulations is amended by omitting “shall lodge, as required by sub-section (8), a signed copy of the statement” and substituting “shall lodge a signed copy of the statement with the Registrar and”.

(2) Regulation 24A(9) of the Companies Regulations is amended—

- (a) by omitting “that is required to be lodged by sub-regulation (5) or (7)” and substituting “that is required by sub-regulation (3), (5) or (7) to be lodged”; and
- (b) by inserting in paragraph (a)(i), after “is”, the word “given,”.

Application of  
Division

7. Division 1 of Part V of the Companies Regulations is repealed and the following Division substituted:

*“Division 1—Meetings of Creditors and Contributories*

“25. Except where provision to the contrary is made by the Ordinance, this Division applies in relation to—

- (a) meetings of the creditors of a company (being meetings relating to the official management of the company) referred to in section 203c(1), sub-section (1)(b) or sub-section (4) of section 204, sub-section (1)(c) or sub-section (4) of section 206, section 212 or section 214(4), of the Ordinance;
- (b) meetings of creditors or of contributories called by a liquidator under section 232(3)(b), section 237(2), section 241(1), section 242(8), or section 259(1), of the Ordinance;
- (c) meetings of creditors or of contributories referred to in section 242(6) of the Ordinance;
- (d) meetings of the creditors of a company summoned by the company under sub-section (1) or sub-section (8) of section 260 of the Ordinance;
- (e) meetings of the creditors of a company summoned by any 2 of those creditors under section 261(5) of the Ordinance;
- (f) meetings of the creditors of a company referred to in section 269(1)(a) of the Ordinance; and
- (g) meetings of the creditors of a company referred to in section 277A(2)(b) of the Ordinance;
- (h) meetings of the creditors of a company held for the purpose of section 284(3)(c) of the Ordinance.

Notices of  
meetings (Form  
64 and 92)

“26.(1) The person summoning a meeting of creditors or of contributories shall give not less than 7 days notice of the time and place of the meeting by advertisement in a newspaper published in the Territory not

less frequently than once a week and shall, not less than 7 days before the day appointed for the meeting, send notice of a meeting by post to every person appearing by the company's books or otherwise to be a creditor of the company or a contributory of the company, as the case may be.

“(2) The notice referred to in sub-regulation (1) that is to be advertised in a newspaper and sent to a creditor or contributory shall—

- (a) in the case of a notice given by a liquidator under section 259 (1) of the Ordinance—be in accordance with Form 64; or
- (b) in any other case—be in accordance with Form 92.

“(3) A notice to a creditor shall be sent to the address given in his proof of debt or, if he has not proved, to the address given in the statement of affairs of the company or such other address as may be known to the person summoning the meeting.

“(4) A notice to a contributory shall be sent to the address mentioned in the company's books as the address of the contributory or to each other address as may be known to the person summoning the meeting.

“27.(1) A meeting of creditors or contributories shall not act for any purpose except the election of a chairman, the proving of debts and the adjournment of the meeting, unless there are present or represented at least 2 creditors entitled to vote, or 2 contributories, or all the creditors entitled to vote or all the contributories if the number of creditors entitled to vote or the contributories, as the case may be, does not exceed 2. Quorum

“(2) If within half an hour after the time appointed for the meeting, a quorum of creditors or contributories is not present or represented, the meeting shall stand adjourned to the same day in the next week at the same time and place, or to such other day (not being less than 7 or more than 21 days from the day from which the meeting is adjourned) and at such other time and place as the chairman may appoint.

“28.(1) Subject to section 203(2) of the Ordinance and to sub-regulation (2), the persons present at a meeting of the creditors or contributories of a company shall elect one of their number to be the chairman of the meeting. Chairman

“(2) Where a meeting of creditors or contributories of a company is called by the liquidator of the company, the liquidator or a person nominated by him shall be the chairman of the meeting.

“29. The chairman of a meeting of creditors or contributories shall, if so directed by the meeting, or may, with the consent of the meeting, adjourn the meeting from time to time and from place to place, but the adjourned meeting shall be held at the same place as the original place of meeting unless, in the resolution for adjournment, another place is specified or unless the Court otherwise orders. Adjournment of meeting

“30.(1) At a meeting of creditors, a resolution is passed when a majority in number and value of the creditors present, personally or by proxy, have voted in favour of the resolution. Passing of resolutions

“(2) At a meeting of contributories, a resolution is passed when a majority in number and value of the contributories present, personally or

by proxy, have voted in favour of the resolution, the value of the contributories being determined according to the number of votes conferred on each contributory by the articles of the company.

Creditors who  
may vote

“31.(1) Subject to sub-regulation (2), a person is not entitled to vote as a creditor at a meeting of creditors unless he has lodged with the liquidator a proof of the debt which he claims to be due to him from the company and the proof has been admitted wholly or in part before the date on which the meeting is held.

“(2) In the case of a meeting of creditors held under sub-section (1) or sub-section (8) of section 260 of the Ordinance, a person is not entitled to vote as a creditor at the meeting unless he has lodged with the chairman of the meeting a proof of the debt which he claims to be due to him from the company.

“(3) A creditor shall not vote in respect of any liquidated or contingent debt or any debt the value of which is not ascertained, or in respect of any debt on or secured by a current bill of exchange or promissory note held by him, unless he is willing to treat the liability to him thereon of every person who is liable thereon antecedently to the company, and against whom a sequestration order in bankruptcy has not been made, as a security in his hands, and to estimate the value thereof, and for the purposes of voting, but not for the purposes of dividend, to deduct it from his proof.

Votes of  
secured  
creditors

“32.(1) For the purpose of voting at a meeting, a secured creditor shall, unless he surrenders his security, state in proof of debt the particulars of his security, the date when it was given, and the value at which he assesses it, and shall be entitled to vote only in respect of the balance, if any, due to him after deducting the value of his security.

“(2) If a secured creditor votes in respect of his whole debt, he shall be deemed to have surrendered his security, unless the Court, on application, is satisfied that the omission to value the security has arisen from inadvertence.

Creditor  
required to  
give up  
security

“33.(1) The liquidator may, within 28 days after a secured debt is proved, in a case where the creditor has stated in his proof of debt the value at which he assesses his security, require the creditor to give up the security for the benefit of the creditors generally on payment of the value at which the creditor assesses it with the addition of 20 per cent.

“(2) Where a creditor has assessed the value of his security, he may at any time before being required to give it up correct the valuation by a new proof and deduct the new value from his debt, but, in that case, the addition of 20 per cent. shall not be made if the security is required to be given up.

Admission and  
rejection of  
proof for  
purpose of  
voting

“34.(1) The chairman of a meeting of creditors or contributories may admit or reject a proof of debt for the purpose of voting.

“(2) If the chairman is in doubt whether a proof of debt should be admitted or rejected, he shall mark it as objected to and allow the creditor to vote subject to the vote being declared invalid in the event of the objection being sustained.

Record of  
meeting

“35. The chairman of a meeting of creditors or contributories—

(a) shall cause minutes of the proceedings at the meeting to be

entered in a book kept for the purpose and shall sign the minutes; and

(b) shall cause a list of the names of the creditors or contributories present at a meeting to be made and kept.

“36. Where a meeting of the creditors or contributories of a company is called by the liquidator of the company, the liquidator shall, within a period of 7 days after the meeting, lodge with the Registrar a copy of the minutes of the meeting certified by the chairman of the meeting to be a true copy.”.

Copy of minutes of meeting to be lodged with Registrar

8. Division 4 of Part V of the Companies Regulations is repealed and the following Division substituted:

*“Division 4—Proxies of Creditors and Contributories*

“51.(1) A creditor entitled to attend and vote at a meeting referred to in regulation 25 or regulation 43 may appoint another person (whether a creditor or not) as his proxy to attend and vote instead of the creditor at the meeting.

Appointment of proxies

“(2) A contributory entitled to attend and vote at a meeting referred to in regulation 25 may appoint another person (whether a contributory or not) as his proxy to attend and vote instead of the contributory at the meeting.

“(3) A proxy appointed under this regulation has the same right to speak at the meeting as the creditor or contributory appointing him.

“52.(1) The appointment of a person as the proxy of a creditor or contributory shall be made by an instrument of appointment in accordance with Form 93.

Form of proxies (Form 93)

“(2) Subject to regulation 53, the instrument appointing a proxy shall be signed by the person appointing the proxy in the presence of a person (not being the person nominated as proxy) who shall add to his signature his description and the address of his place of residence.

“53. The proxy of a creditor or contributory who is blind or incapable of writing is sufficient for the purposes of these Regulations if the creditor or contributory attaches his signature or mark to the instrument appointing the proxy in the presence of a person (not being the person nominated as proxy) who completes the instrument in accordance with regulation 52 and also completes the certificate set out in Form 93.

Proxies of disabled persons (Form 93)

“54. The person calling a meeting of creditors or contributories or a joint meeting of a company and the creditors of the company shall send a form of proxy to each creditor or contributory with the notice of the meeting and shall ensure that neither the name nor the description of any person is inserted in the body of the form before it is so sent.

Proxy form to accompany notice of meetings

“55. A creditor or a contributory may give a general proxy to a person who is not a minor.

General proxy

“56. A creditor or a contributory may give a special proxy to a person to vote at a specified meeting or adjournment of that meeting—

Special proxy

(a) for or against the appointment or continuance in office of a specified person as liquidator or member of the committee of inspection; and

(b) on all or any questions relating to a matter arising at the meeting or an adjournment of the meeting.

Liquidator may act as proxy

“57. A creditor or a contributory may appoint the liquidator to act as his general or special proxy.

Voting by proxy where financially interested

“58.(1) Subject to sub-regulation (2), a person acting either under a general or special proxy shall not vote in favour of a resolution that would directly or indirectly place himself, his partner or his employer in a position to receive a remuneration out of the assets of the company otherwise than as a creditor rateably with the other creditors of the company.

“(2) Where a person holds special proxies to vote for an application to the Court in favour of the appointment of himself as liquidator he may use the proxies and votes accordingly.

Liquidator may appoint deputy

“59. Where a liquidator who holds any proxies cannot attend the meeting for which they are given, he may, in writing, depute a person to use the proxies on behalf of the liquidator in such manner as he may direct.”.

9.(1) Regulations 74(1) of the Companies Regulations is amended by omitting “and clause (c) of paragraph 1 of the Ninth Schedule to the Ordinance”.

(2) Regulation 74(2) of the Companies Regulations is amended by omitting “sub-clause (iii) of clause (h) of sub-paragraph (1) of paragraph 2” and substituting “clause 7(5)”.

First Schedule

10.(1) The First Schedule to the Companies Regulations is amended by omitting—

“9(4)(a) .. ..	Return of partners of firm of auditors .. ..	2
11(1) .. ..	Official liquidator’s bond (with surety) .. ..	3”

and substituting—

“12(5)(e)(iii) .. ..	Supplementary document .. ..	1A”.
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(2) The First Schedule to the Companies Regulations is amended by inserting after—

“22(7) .. ..	Application for reservation of name .. ..	10”
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the words—

“25(2) .. ..	Application by a company to convert to a different status .. ..	10A
25(5) .. ..	Certificate of incorporation on conversion of company .. ..	10B
25(7)(c)(i) .. ..	Consent by members to application by a limited company to convert to an unlimited company .. ..	10c”.

(3) The First Schedule to the Companies Regulations is amended by inserting after—

“160(1) .. ..	Certificate for inclusion in public company’s annual return that does not include list of members .. ..	50”
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the words—

"161A(6) ..	Notice of place at which accounting records kept .. .. .	50A
"165(2)(f) ..	Return of members of firm of auditors .. ..	50B
166B(12) ..	Notice of resignation or removal of auditor ..	50C".

(4) The First Schedule to the Companies Regulations is amended by inserting after—

" 230(1) ..	Notice of winding up order and particulars of liquidator .. .. .	62"
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the words—

" 231 .. ..	Official liquidator's bond (with surety) .. ..	62A".
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(5) The First Schedule to the Companies Regulations is amended by inserting after—

" 354(6),(7) ..	Notice of situation of office where branch register of members kept, or of change in situation or discontinuance .. .. .	48"
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the words—

" 364(3) ..	Statutory declaration in respect of disposal of shares of shareholder whose whereabouts is unknown .. .. .	90B".
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(6) The First Schedule to the Companies Regulations is amended by omitting—

" 26(2) ..	Notice of meeting of creditors .. .. .	92
44(2) .. ..	Notice of meeting of creditors .. .. .	92".

and substituting—

" 26(2) ..	Notice of meeting of creditors .. .. .	64
" 26(2) ..	Notice of meeting of creditors or contributories .. .. .	92
44(2) .. ..	Notice of meeting of creditors or contributories .. .. .	92".

11.(1) The Second Schedule to the Companies Regulations is amended by inserting after Form 1 the following form: Second Schedule

FORM 1A  
THE NORTHERN TERRITORY OF AUSTRALIA  
Companies Ordinance Section 12(5)(e)(iii)  
SUPPLEMENTARY DOCUMENT

Limited

This document is intended to be read with and form part of (*description of document*) lodged with the Registrar of Companies on or about (*date*) which is to be supplemented in the manner following:  
(*Here set out particulars of the manner in which the document is to be supplemented*)  
Dated this ..... day of ....., 19.....

(Signature of each person who signed the document that is to be supplemented).

(2) The Second Schedule to the Companies Regulations is amended by omitting Forms 2 and 3.

(3) The Second Schedule to the Companies Regulations is amended by inserting in Form 10, after the words—

"\* the name of an intended company.",  
the words—

"\* the name of an intended foreign company that is proposed to be registered."

(4) The Second Schedule to the Companies Regulations is amended by inserting after Form 10 the following forms:

## Companies Regulations

FORM 10A

## THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 25(2)

APPLICATION BY A COMPANY FOR A CHANGE OF STATUS PURSUANT  
TO SECTION 25 OF THE COMPANIES ORDINANCE

To the Registrar of Companies

- .....
- \* (1) an unlimited company,
  - \* (2) a no-liability company,
  - \* (3) a company limited by guarantee,
  - \* (4) a limited company,

hereby applies to convert to

- \* (1) \* (a) a company limited by shares.
- \* (b) a company limited by guarantee.
- \* (c) a company limited by both shares and guarantee.
- \* (2) a company limited by shares.
- \* (3) a company limited by both shares and guarantee.
- \* (4) an unlimited company.

Attached hereto are—

- (a) a printed copy of the special resolution which—
  - (i) resolves to change the status of the company;
  - (ii) makes appropriate alterations of, or additions to, the memorandum of association;
  - † (iii) makes appropriate alterations of the articles of association;
  - † (iv) adopts appropriate articles of association;
  - † (v) changes the name of the company;
- (b) a printed copy of the memorandum as altered;
- † (c) a printed copy of the articles as altered;
- ‡ (d) the prescribed form of consent by all members and the verifying statutory declaration.

.....  
*Director/Secretary*

Dated this..... day of....., 19.....

- \* Strike out whichever is inapplicable. The remaining numbers must, however, correspond.
- † Strike out if inapplicable.
- ‡ Strike out if inapplicable. The item only applies in the case of a conversion of a limited company to an unlimited company.
- § Strike out whichever is inapplicable.

FORM 10B

## THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 25(5)

No. of company

CERTIFICATE OF INCORPORATION ON CONVERSION OF COMPANY  
ISSUED PURSUANT TO SECTION 25 OF THE  
COMPANIES ORDINANCEThis is to certify that.....  
which was on the.....

..... day of....., 19.....

incorporated under the *Companies Ordinance* as.....

....., did on the..... day of.....

19....., convert to \*....., and that the

name of the company now is.....

Given under my hand and seal, at....., this

..... day of....., 19.....

.....  
*Registrar of Companies*

- \* Insert whether company is—
- an unlimited company.
- a company limited by shares.
- a company limited by guarantee.
- a company limited by both shares and guarantee.



FORM 10c

THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 25(7)(c)(i)

CONSENT BY MEMBERS TO APPLICATION BY A LIMITED COMPANY  
TO CONVERT TO AN UNLIMITED COMPANY

..... LIMITED

To the Registrar of Companies

\*I/We the undermentioned member(s) of.....  
Limited hereby consent to the application by.....  
Limited to convert to an unlimited company.

Full Name of Member	Address	Signature of Member (or person lawfully authorized to sign on his behalf)
.....	.....	.....
.....	.....	.....
.....	.....	.....
.....	.....	.....

\* Strike out if inapplicable.

COMMONWEALTH OF AUSTRALIA

STATUTORY DECLARATION

I,..... of.....  
....., do solemnly and sincerely declare that:

1. I am \* a director/secretary of..... Limited.
2. The persons by or on whose behalf the above form of consent has been subscribed constitute the whole membership of the company.

† In those cases where the form has not been subscribed by a member himself, I have taken all reasonable steps to satisfy myself that each person who subscribed the form was lawfully empowered so to do.

And I make this solemn declaration by virtue of the *Statutory Declarations Act* 1959-1966, and subject to the penalties provided by that Act for the making of false statements in declarations, conscientiously believing the statements contained in this declaration to be true in every particular.

Declared at..... this..... day  
of....., 19.....

Before me—

§.....  
||.....

- \* Strike out whichever is inapplicable.
- † Strike out if inapplicable.
- ‡ Signature of person making the declaration.
- § Signature of person before whom the declaration is made.
- || Here insert title of person before whom the declaration is made.

(5) The Second Schedule to the Companies Regulations is amended by omitting from Form 17 the words "3 miles" and substituting "5 kilometres".

(6) The Second Schedule to the Companies Regulations is amended by inserting in Form 18, after—

"\* in satisfaction of a dividend declared in favour of, but not payable in cash to, the shareholders."

the words—

"\* in pursuance of the application of moneys held by the company in an account or reserve in paying up or partly paying up unissued shares to which the shareholders have become entitled."

(7) The Second Schedule to the Companies Regulations is amended by omitting paragraph 3 of Form 18 and substituting the following paragraph:

"\* 3. The particulars of the resolution or other authority by virtue of which—

\* an allotment was made in satisfaction of a dividend declared in favour of, but not payable in cash to, the shareholders

\* moneys held by the company in an account or reserve were applied in paying up or partly paying up unissued shares to which the shareholders have become entitled are as follows:".

(8) The Second Schedule to the Companies Regulations is amended by omitting from Forms 19 and 20 the symbol "£" (wherever occurring) and substituting the symbol "\$".

(9) The Second Schedule to the Companies Regulations is amended by omitting from Form 24 "gives notice that the register of interest holders has, as from the" and substituting—"gives notice that—

\* the register of interest holders

\* the register of interest holders resident in the Territory has, as from the".

(10) The Second Schedule to the Companies Regulations is amended by omitting from Form 32 the symbols "£.s.d." (wherever occurring) and substituting "\$ c".

(11) The Second Schedule to the Companies Regulations is amended by omitting Form 37 and substituting the following form:

FORM 37

THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 112(1),  
346(1)(f) and 347(1)(d)

NOTICE OF SITUATION OF REGISTERED OFFICE AND  
OF OFFICE HOURS, AND PARTICULARS OF  
CHANGES

.....LIMITED

To the Registrar of Companies

..... Limited

hereby gives notice that—

As from

\* the date of incorporation of the company

\* the ..... day of ....., 19.....,

the address of the registered office of the company in the Northern Territory of  
Australia

\* will be †

\* is

As from

\* the date of incorporation of the company

\* the ..... day of ....., 19.....,

the days and hours during which that office is (\* to be) open and accessible to the  
public are as follows:

.....  
.....

Dated this ..... day of ....., 19.....

- \* Director
- \* Secretary
- \* Agent in the Northern Territory  
of Australia
- \* Subscriber to the memorandum

Strike out if inapplicable.

† Insert full address, including, where applicable, the number of the room and of the floor  
or level of the building in which the office is situated.

Note. (1) Notice of the day and hours during which the office is open and accessible to  
the public is not required if the office is open for at least 5 hours between 10 o'clock in the  
morning and 4 o'clock in the afternoon of each day, Saturdays, Sundays and holidays excepted.

(2) In the case of a company that is not the sole occupant of the building in which  
the registered office is situated, particulars of the address sufficient to enable the office to be  
readily located should be supplied, e.g., 'Room 101, First Floor' of 'the office of A &  
Co., Accountants'.

(12) The Second Schedule to the Companies Regulations is amended  
by omitting from Form 50 the figure and word "3 miles" and substituting  
"5 kilometres".

(13) The Second Schedule to the Companies Regulations is amended by  
inserting after Form 50 the following form:

*Companies Regulations*

FORM 50A

THE NORTHERN TERRITORY OF AUSTRALIA

*Companies Ordinance*

Section 161A(6)

NOTICE OF PLACE AT WHICH ACCOUNTING RECORDS KEPT

..... LIMITED

To the Registrar of Companies

..... Limited hereby gives notice that the statements and records referred to in section 161A(4) of the above Ordinance (being statements and records with respect to the matters dealt with in the accounting records of the company kept outside the Territory) are kept at the following place:

which is not the registered office of the company.

Dated this ..... day of ....., 19.....

.....  
*Director \**  
*Secretary \**

\*Strike out whichever is inapplicable.

FORM 50B

THE NORTHERN TERRITORY OF AUSTRALIA

*Companies Ordinance*

Section 165(2)(f)

RETURN OF MEMBERS OF FIRM OF AUDITORS

Name of firm:

Address of firm: \*

The full names and addresses of all the members of the firm are—

Surname	Other names in full	Address in full of usual residence

Dated this ..... day of ..... 19.....

† .....  
 (Signature)

\* Give the address of each place of business of the firm; if there is more than one place of business, indicate the principal place of business.

† To be signed by one of the members of the firm.

FORM 50c

THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 166B(12)

NOTICE OF RESIGNATION OR REMOVAL OF AUDITOR

LIMITED

To the Registrar of Companies

..... Limited hereby gives notice that on the ..... day of ....., 19.....

\* notice was received of the resignation of ..... as auditor/s of the Company to take effect from ..... 19.....

\* ....., the auditor/s of the Company,

\* were

was

removed from office by resolution of the company at

\* a general

\* an annual general meeting held on that date.

....., the auditor/s of the Company

\* were removed from office, by resolution of the Company at an annual general

\* was

meeting held on that date appointing .....

as auditor/s in \* their place.

\* his

Dated this ..... day of ....., 19.....

\* Director

\* Secretary

\* Strike out whichever is inapplicable.

Note. If the company is a borrowing corporation a copy of this notice must be given to the trustee for the holders of debentures of the borrowing corporation.

Where an auditor is removed from office, notice must be forthwith given to the Companies Auditors Board (section 166(11)).

(14) The Second Schedule to the Companies Regulations is amended by omitting Form 60c and substituting the following form:

FORM 60c

THE NORTHERN TERRITORY OF AUSTRALIA

Companies Ordinance

Section 202B(1),

214(3)

NOTICE OF CHANGE IN SITUATION OF OFFICE OF OFFICIAL MANAGER \*/ DEPUTY OFFICIAL MANAGER\*

LIMITED

To the Registrar of Companies

I, ....., the official manager\*/deputy official manager\* of .....

..... Limited, hereby give notice that, on the

..... day of ....., 19.....

the situation of my office was changed to † .....

Dated this ..... day of ....., 19.....

(Signature)

\* Strike out whichever is inapplicable.

† Insert full address, including floor and room number if applicable.

(15) The Second Schedule to the Companies Regulations is amended by omitting from Form 61 the word and figures "Section 214(3)" and substituting "Section 214(3A)".

(16) The Second Schedule to the Companies Regulations is amended by inserting after Form 62 the following form:

## FORM 62A

## THE NORTHERN TERRITORY OF AUSTRALIA

*Companies Ordinance*  
Companies Regulations

Section 231  
Regulation 10(1)

## OFFICIAL LIQUIDATOR'S BOND (WITH SURETY)

Know all men by these presents that I,\* .....  
of ..... , being an official  
liquidator for the purposes of the *Companies Ordinance* and † .....  
..... Limited, of .....  
jointly and severally bind ourselves to the Commonwealth for the payment to the  
Registrar of the Supreme Court of the Northern Territory of Australia of the sum  
of \$10,000 dollars.

Sealed with our seals this ..... day of  
....., 19.....

The condition of this obligation is such that if the said \* .....  
..... shall duly fulfill his duties as an official  
liquidator under the *Companies Ordinance*, then this obligation shall be void and of  
no effect; otherwise this obligation shall remain in full force and effect.

Signed, sealed and delivered  
by the above-named

\* .....  
in the presence of:

The common seal of

† .....  
..... Limited,

the above named surety was hereunto  
affixed in the presence of:

\* Insert full name of official liquidator.  
† Insert name of surety corporation".

(17) The Second Schedule to the Companies Regulations is amended by inserting after Form 90A the following form:

## FORM 90B

## THE NORTHERN TERRITORY OF AUSTRALIA

*Companies Ordinance*

Section 364(3)

COMMONWEALTH OF AUSTRALIA  
STATUTORY DECLARATION

..... LIMITED

I, .....  
of .....  
do hereby solemnly and sincerely declare that—

1. I am \* ..... of .....  
Limited (hereinafter referred to as "the company").

2. On the ..... day of .....  
19..... (hereinafter called "the shareholder") of .....  
was entered in the register of members as the holder of † .....  
‡ shares/‡ stock units § numbered ..... to  
..... of the company and has continued to remain so  
registered.

3. The whereabouts of the shareholder has been unknown to the company for  
a period of not less than 10 years.

4. The company has reasonable grounds for believing that the shareholder has not during that last-mentioned period resided at the address shown in the register as his address.

5. The company has, on each occasion during that last-mentioned period when it has sought to communicate with the shareholder, been unable after the exercise of reasonable diligence so to do.

6. The annexure marked with the letter "A" is a true copy of the advertisement which the company caused to be published in.....  
on the..... day of....., 19.....  
being a newspaper circulating in the place shown in the register of members as the address of the shareholder.

And I make this solemn declaration by virtue of the *Statutory Declarations Act* 1959-1966, and subject to the penalties provided by that Act for the making of false statements in declarations, conscientiously believing the statements contained in this declaration to be true in every particular.

Declared At.....

this..... day of....., 19.....

Before me,

\*\*.....

††.....

\* Insert "the director", "the secretary" or "the manager".

† Insert number and class of shares or stock units.

§ Strike out whichever is inapplicable.

|| Insert name of daily newspaper in which advertisement published.

¶ Signature of person making the declaration.

\*\* Signature of person before whom the declaration was made.

†† Here insert title of person before whom the declaration was made.

(18) The Second Schedule to the Companies Regulations is amended by omitting Forms 92 and 93 and substituting the following forms:

FORM 92

THE NORTHERN TERRITORY OF AUSTRALIA

Regulations 26(2) and 44(2)

Companies Regulations

NOTICE OF MEETING OF CREDITORS OR CONTRIBUTORIES

.....LIMITED

Notice is hereby given that a meeting of the creditors (or contributories)\* of  
..... Limited will  
be held at..... on the..... day of  
....., 19....., at..... o'clock in the  
forenoon (or afternoon)\*.

Agenda.†

Dated this..... day of....., 19.....

(Signature).....

\* Strike out whichever is inapplicable.

† Set out the purpose for which the meeting is called. If the notice relates to a meeting of creditors called under sub-section (1) or sub-section (8) of section 260 of the *Companies Ordinance*, the notice is to state that a person is not entitled to vote as a creditor at the meeting unless he has lodged with the chairman of the meeting a proof of the debt which he claims to be due to him from the company.

## Companies Regulations

FORM 93

## THE NORTHERN TERRITORY OF AUSTRALIA

Companies Regulations

Regulations 52 and 53

## PROXY

I/We, \* ....., of .....,  
 a creditor (or contributory)† of ..... Limited,  
 hereby appoint † ..... as my (or our)† general  
 (or special)† proxy to vote at the meeting of creditors (or contributories) to be held  
 on the ..... day of ..... 19.....  
 or at any adjournment of that meeting.§

Dated this ..... day of ....., 19.....

(Signature) .....

(Signature of witness) .....

(Description of witness) .....

(Address of place of resident of witness) .....

## CERTIFICATE ||

I, ....., of .....,  
 hereby certify that all insertions in the above proxy were made by me at the request  
 and in the presence of the abovenamed .....  
 and that I read over the completed proxy to him, before he attached his signature  
 or mark to the proxy.

Dated this ..... day of ....., 19.....

(Signature of witness) .....

\* Strike out whichever is inapplicable; if a firm, set out the full names of the partners of the firm and the business name (if any) of the firm.

† Strike out whichever is inapplicable.

‡ Insert "the liquidator of the company" or the name, address and description of the person appointed.

§ If a special proxy, add the words "to vote for" or the words "to vote against" and specify the particular resolution. If a general proxy, this Form requires no addition.

|| This certificate is only to be completed where the person giving the proxy is blind or incapable of writing.