

Company Number

Form AR

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

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

Please complete legibly in black type, or bold block lettering

Annual Return of: Limited*
*Delete if inappropriate

Made up to:

Day:	Month:	Year:
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 (hereinafter called 'the date of this return')(being the company's return date)

The registered office is as follows:

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

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The company is:

Tick if appropriate

(a) a charity, as defined by the Companies (Fees and Duties) Order 2013 (SD242/13) and claims relief from payment of the annual return fee.

or

(b) an excepted company, as defined by the Companies (Fees and Duties) Order 2013 (SD242/13) and pays the reduced annual return fee of £95.

See Note 1

Please note, late filing fees are payable by every company, even those companies which claim exception from, or payment of the reduced annual return fee, if the annual return is delivered outside of the prescribed filing period.

Total amount of indebtedness of the company in respect of all mortgages and charges of the kind which are required to be registered with the Department of Economic Development: £

Presented by:

Official use only

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

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

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

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

Copy of the last audited balance sheet of the company

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

Note 1

The following are the definitions contained in the Companies (Fees and Duties) Order 2013 (SD 0242/13):

"charity" means a company which on its return date is registered as a charity under the Charities Registration Act 1989, or a company that is a wholly owned subsidiary of a charity; "Class 4 licenceholder" means a person who holds a licence issued under section 7 of the Financial Services Act 2008 which permits that person to undertake Class 4 regulated activities – corporate services;

"excepted" means a company that is either –
 (a) a qualifying members' club; or
 (b) a property management company;

"property management company" means a non-profit making, non-trading company whose sole purpose is to receive regular payments from occupants of a residential property which are used by that company solely for its administration and management, repair and maintenance of the common parts of that property;

"qualifying members' club" means a club or association –
 (a) which is constituted as a company limited by guarantee and not having a share capital;
 (b) which is established for encourage the educational, recreational, social, sporting or other non-commercial interests of its members;
 (c) membership of which is based primarily upon payment of an annual subscription;
 (d) such that any surplus receipts of income over expenditure arising in any accounting period must be used exclusively for the continuance or improvement of the club or association and the service it provides to its members; and
 (e) where the majority of the activities of the club or association are based in the Isle of Man;

If you would like to be notified about any future changes affecting the Companies Registry, please add your e-mail address

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SUMMARY OF SHARE CAPITAL AND SHARES

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

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

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

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

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

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

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

There has been called up on each of Shares £

There has been called up on each of Shares £

There has been called up on each of Shares £

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

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

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

Total amount of calls unpaid: £

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

Total number of shares of each class forfeited:

Total amount paid (if any) on shares forfeited:

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

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

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

Declaration regarding preparation of accounting statements and maintenance of accounting records

Please complete Parts 1 and 2

1. The Company:
 - (a) has caused its financial statements to be properly prepared in accordance with the applicable Companies Acts for the financial period ended _____¹; ²
 - or**
 - (b) was incorporated on _____¹ and is not yet required by the applicable Companies Acts to prepare its first set of financial statements; ²
 - or**
 - (c) has not yet prepared financial statements in accordance with the applicable Companies Acts.²

2. The company [has]² / [has not]² kept accounting records since [the date referred to in (a) above]² / [the date of its incorporation],² which are sufficient both to show and explain the company's transactions and to disclose within a reasonable time and with reasonable accuracy the company's financial position at any time.

¹ Please insert the relevant date

² Please delete this if it does not apply to the company.

Nominated Officer:

The Nominated Officer appointed under section 4(1) of the Companies (Beneficial Ownership) Act 2012 (Note 2) is:

Name of nominated officer:.....

Address:.....

.....

Or, a nominated Officer has not been appointed because:

- | | |
|--|---|
| <ol style="list-style-type: none"> 1. The company is exempt from the requirement to appoint a nominated officer under section 4(2) of the Companies (Beneficial Ownership) Act 2012 (Note 3); or 2. The company is exempt from the requirement to appoint a nominated officer under paragraph 3 of the Companies (Beneficial Ownership)(Exemptions) Order 2013 (SD 235/2013) (Note 4): | Tick as appropriate
<input type="checkbox"/>

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

The relevant exemption being under paragraph 3 () (insert (a) to (p) as appropriate).

Please provide the name of the person who is licensed by the Financial Supervision Commission if the exemption at paragraph 3(f) of the Companies (Beneficial Ownership) (Exemptions) Order 2013 (SD 235/2013) applies:

Name:

This page is for information only and does not have to be submitted to the Companies Registry.

Note 2

S.4 Companies to which this Act applies

- (1) Subject to subsection (2), this Act applies to companies to which the Companies Acts 1931 to 2004 apply, including each of the following —
- (a) a company within the meaning of the Companies Act 1931;
 - (b) an existing company within the meaning of the Companies Act 1931;
 - (c) a protected cell company within the meaning of the Protected Cell Companies Act 2004;
 - (d) an incorporated cell company within the meaning of the Incorporated Cell Companies Act 2010 to which the Companies Acts 1931 to 2004 apply;
 - (e) an incorporated cell within the meaning of the Incorporated Cell Companies Act 2010 to which the Companies Acts 1931 to 2004 apply; and
 - (f) a company continued in the Island under Part I of the Companies (Transfer of Domicile) Act 1998.

Note 3

S.4(2) This Act does not apply to a company which is —

- (a) incorporated outside the Island;
- (b) listed on a stock or investment exchange recognised by the Treasury for the purposes of this section;
- (c) a collective investment scheme (within the meaning of section 1 of the *Collective Investment Schemes Act 2005*) which is an authorised scheme, an international scheme or an exempt scheme within the meaning of that Act; or
- (d) of any other class or description prescribed for the purposes of this section by an order of the Treasury.

Note 4

Exemptions from the Act -

The Companies (Beneficial Ownership) Act 2012 does not apply to a company —

- (a) which is a public company within the meaning given by section 341 of the Companies Act 1931;
- (b) which is a registered charity within the meaning given by section 15(1) of the Charities Registration Act 1989;
- (c) which, by virtue of a licence from the Attorney General under section 18 of the Companies Act 1931, is exempt from the obligation to use the word "limited" as part of its name;
- (d) which —
 - (i) is formed for promoting art, science, religion, sport, commerce, charity or any profession (whether or not licensed under section 18 of the Companies Act 1931); and
 - (ii) has confirmed in its annual return most recently submitted to the Department of Economic Development under section 109 of the Companies Act 1931 that its principal trade or business is consistent with the purpose for which it was formed;
- (e) which is licensed by the Isle of Man Financial Supervision Commission under section 7 of the Financial Services Act 2008 to carry on a regulated activity (within the meaning given by section 3 of that Act);
- (f) which is in receipt of a service provided by a person who is licensed by the Isle of Man Financial Supervision Commission under section 7 of the Financial Services Act 2008, where the service is a regulated activity (within the meaning given by section 3 of that Act) which the person providing it is so licensed to carry on;
- (g) which is an insurer authorised under section 8 of the Insurance Act 2008 to carry on an insurance business;
- (h) which is registered under section 25 of the Insurance Act 2008 in the register of insurance intermediaries kept by the Insurance and Pensions Supervisor under that Act;
- (i) which is registered under section 25 of the Insurance Act 2008 in the register of insurance managers kept by the Insurance and Pensions Supervisor under that Act;
- (j) which is registered under section 36 of the Retirement Benefit Schemes Act 2000 in the register of scheme administrators kept by the Insurance and Pensions Supervisor under that Act;
- (k) which is licensed by the Isle of Man Gambling Supervision Commission to conduct online gambling under section 4 of the Online Gambling Regulation Act 2001;
- (l) which holds a bookmakers' permit granted by the Isle of Man Gambling Supervision Commission under Schedule 1 to the Gaming, Betting and Lotteries Act 1988;
- (m) which holds a betting office licence granted by the Isle of Man Gambling Supervision Commission under Schedule 1 to the Gaming, Betting and Lotteries Act 1988;
- (n) which holds a certificate granted by the Isle of Man Gambling Supervision Commission under section 3 of the Gaming (Amendment) Act 1984 authorising the keeping of controlled machines (within the meaning given by section 1 of that Act) for use on premises specified in the certificate;
- (o) which holds a casino licence granted by the Council of Ministers under section 3 of the Casino Act 1986; or
- (p) which is a wholly-owned subsidiary of a company to which the Companies (Beneficial Ownership) Act 2012 does not apply by virtue of this Order.

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LIST OF PAST AND PRESENT MEMBERS

Folio in Register Ledger	Name and Address	Number of shares held by existing Members at date of Return Note 5 and 6	Account of Shares (Note 7)				Remarks
			Particulars of shares transferred since the date of the last return or in the case of the first return of the company since incorporation, by persons who are still members.		Particulars of shares transferred since the date of the last return or in the case of the first return of the company since incorporation, by persons who have ceased to be members.		
			Number	Date of Registration of Transfer	Number	Date of Registration of Transfer	

Note

5. The aggregate number of shares held, and not the distinctive numbers must be stated and the column must be added up throughout so as to make one total as stated in the summary to have been taken up.

6. When the shares are of different classes these columns may be sub-divided so that the number of each class held, or transferred, may be shown separately. Where any shares have been converted into stock, the amount of stock held by each member must be shown.

7. The date of registration of each transfer should be given as well as the number of shares transferred on each date. The particulars should be placed opposite the name of the transferor, and not opposite that of the transferee, but the name of the transferee may be inserted in the "remarks" column immediately opposite the particulars of each transfer.

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Particulars of the directors (Note 8)		Limited, at the date of this return		
Name	Previous Name(s)	Nationality	Occupation (Note 9)	Usual residential address

Particulars of the person(s) who is secretary (Note 10) at the date of this return			

Note

8. Director includes any person who occupies the position of a Director by whatever name called, and any person in accordance with who directions or instructions the Directors of a Company are accustomed to act.

9. In the case of an individual who has no business occupation but holds any other directorship or directorships, particulars of that directorship or of some one of those directorships must be entered.

10. In the case of a Corporation, its Corporate Name and Registered or Principal Office should be shown.

Certificate to be given by a private company - I certify that the Company has not since the date of the last Annual Return, issued any invitation to the public to subscribe for any Shares or Debentures of the Company. **(Delete if not appropriate)**

Signature _____ *Print Full Name* _____

State Whether Director or Secretary _____ Date _____