**Company Number Form AR7**

**Annual Return of a company not having share capital or**

**limited by guarantee AND HAVING a share capital**

Pursuant to Section 108 and 340A of the Companies Act 1931 (as amended)

*Please complete legibly in black type, or bold block lettering*

|  |
| --- |
| Limited\* |

Annual Return of:

**\*Delete if inappropriate**

|  |  |  |
| --- | --- | --- |
| Day: | Month: | Year: |

Made up to: *(hereinafter called ‘the date of this return’)(being the company’s return date)*

The registered office is as follows:

|  |
| --- |
|  |
|  |

|  |
| --- |
| £ |

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:

The company is:

Tick if

appropriate

1. 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.

**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.

|  |  |
| --- | --- |
| Presented by: | Official use only: |

AR7 January 2014

**Company Number Form AR7**

**Stakeholder**

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

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 ………………………………………………………………………………………………..

**Company Number Form AR7**

**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:

Tick as appropriate

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):

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 Services Authority if the exemption at paragraph 3(f) of the Companies (Beneficial Ownership) (Exemptions) Order 2013 (SD 235/2013) applies:

Name: ............................................................................................................................

**Company Number Form AR7**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Particulars of the directors (a) of** |  | | Limited, at the date of this return | |
| **Name**  (Full name required) | **Previous Name(s)** | **Nationality**  (& nationality of origin if different) | **Occupation** **(b)** | Usual residential address |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
| Particulars of the person(s) who is secretary (c) at the date of this return | | | | |
|  |  |  |  |  |
|  |  |  |  |  |
|  |  |  |  |  |
| *(a) ‘Director’ includes any person who occupies the position of a Director by whatever name called, and any person in accordance with whose directions or instructions the Directors of a Company are accustomed to act.*  *(b) 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.*  *(c) 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 \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | | | | |

**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 2008*5) 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 licenced by the Isle of Man Financial Services Authority 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 licenced by the Isle of Man Financial Services Authority 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 licenced 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.