

4. Winding-up.

(a.) England.

THE COMPANIES (WINDING-UP) RULES, 1909, DATED
MARCH 29, 1909, MADE PURSUANT TO THE COMPANIES
(CONSOLIDATION) ACT, 1908 (8 EDW. 7, C. 69), AND
THE JUDICATURE ACT, 1881 (44-5 V. C. 68).

1909. No. $\frac{323}{L. 10}$.

PRELIMINARY.

1. Subject to the limitation hereinafter mentioned these Rules shall apply to the proceedings in every Winding-up under the Act of a Company, which shall commence on and after the date on which these Rules come into operation, and they shall also, so far as practicable, and subject to any general or special order of the Court, apply to all proceedings which shall be taken or instituted after the said date, in the Winding-up of a Company which commenced on or after the first day of January, 1891. Rules which from their nature and subject matter are, or which by the head lines above the group in which they are contained or by their terms are made applicable only to the proceedings in a Winding-up by the Court, shall not apply to the proceedings in a Voluntary Winding-up, or Winding-up under the Supervision of the Court.

Application
of rules.

2. In these Rules, unless the context or subject-matter otherwise requires:—

Interpreta-
tion of terms.

“The Act” means the Companies (Consolidation) Act, 1908.

“The Company” means a company which is being wound-up, or against which proceedings to have it wound-up have been commenced.

“Court” means the Court which has jurisdiction to wind-up the Company.

“Creditor” includes a corporation, and a firm of creditors in partnership.

“Gazetted” means published in the *London Gazette*.

“Judge” means in the High Court the Judge who for the time being exercises the jurisdiction of the High Court to wind-up Companies, and in any Court the Judge thereof, or officer who exercises the powers of the Judge thereof.

“Liquidator” includes an Official Receiver when acting as Liquidator.

"Official Receiver" includes any officer appointed by the Board of Trade to discharge the duties of Official Receiver under the Act.

"Palatine Court" means one of the Chancery Courts of the counties Palatine of Lancaster and Durham.

"Proceedings" means the proceedings in the winding-up of a Company under the Act.

"Registrar" means in the High Court any of the Registrars in Bankruptcy of the High Court, and any person who shall be appointed to fill the office of Registrar under these Rules, and where a winding-up of a Company is in the District Registry of Liverpool or Manchester means the District Registrar; and in a County Court, where there are joint Registrars means either of such Registrars, or a Deputy Registrar, and in any Court other than the High Court, means the officer of the Court whose duty it is to exercise in relation to a winding-up the functions which in the High Court are exercised by a Registrar or Master.

"The Rules" means these Rules, and includes the prescribed Forms.

"Sealed" means sealed with the seal of the Court.

"Taxing Officer" means the officer of the Court whose duty it is to tax costs in the proceedings of the Court under its ordinary jurisdiction.

Words importing the masculine gender shall include females.

Words in the singular shall include the plural and words in the plural shall include the singular.

The expression "person" shall include any body of persons corporate or unincorporate.

Expressions referring to writing shall include printing, lithography, photography, and other methods of representing or reproducing words in a visible form.

Use of forms
in Appendix.

3.—(1.) The forms in the Appendix, where applicable, and where they are not applicable forms of the like character, with such variations as circumstances may require, shall be used. Where such forms are applicable any costs occasioned by the use of any other or more prolix forms shall be borne by or disallowed to the party using the same, unless the Court shall otherwise direct.

(2.) Provided that the Board of Trade may from time to time alter any forms which relate to matters of an administrative and not of a judicial character, or substitute new forms in lieu thereof. Where the Board of Trade alters any form, or substitutes any new form in lieu of a form prescribed by these Rules, such altered or substituted form shall be published in the *London Gazette*.

COURT AND CHAMBERS.

4.—(1.) All proceedings in the winding-up of Companies in the High Court shall from time to time be attached to one or more of the Registrars, who shall, together with the necessary clerks and officers, and subject to the Act and Rules, act under the general or special directions of the Judge.

Office of
Registrar in
High Court.

(2.) Every other Registrar may act for and in place of such Registrar as above-mentioned in all proceedings under the Acts and Rules, including the holding of public examinations, and when so acting such other Registrar shall be deemed to be the Registrar for the purposes of the Act and Rules.

(3.) In every cause or matter within the jurisdiction of the Judge, whether by virtue of the Act, or by transfer, or otherwise, the Registrar shall, in addition to his powers and duties under the Rules, have all the powers and duties of a Master, Registrar, or Taxing Master.

5.—(1.) The following matters and applications in the High Court shall be heard before the Judge in open Court:—

Matters in
High Court
to be heard in
Court and
Chambers.

(a.) Petitions.

(b.) Appeals to the High Court from the Board of Trade and from the Official Receiver when acting as Official Receiver and not as Liquidator.

(c.) Applications under section 223 of the Act.

(d.) Applications by the Board of Trade under section 224 of the Act.

(e.) Applications for the committal of any person to prison for contempt.

(f.) Such matters and applications as the Judge may from time to time by any general or special orders direct to be heard before him in open Court.

(2.) Examinations of persons summoned before the High Court under section 174 of the Act, shall be held in Court or in Chambers as the Court shall direct.

(3.) Every other matter or application in the High Court under the Act to which the Rules apply may be heard and determined in Chambers.

6.—(1.) In Courts other than the High Court the following matters and applications to the Court shall be heard in open Court:—

Proceeding
in Courts
other than
High Court.

(a.) Petitions.

(b.) Public Examinations.

(c.) Applications under sub-section (1) of section 217 of the Act.

(d.) Applications to rectify the Register.

(e.) Appeals from the Official Receiver and Board of Trade.

(f.) Appeals from any decision or act of the Liquidator.

- (g.) Applications relating to the admission or rejection of proofs.
- (h.) Proceedings under section 215 of the Act.
- (i.) Applications under section 223 of the Act.
- (j.) Applications for the committal of any person to prison for contempt.
- (k.) Such matters and applications as the Judge may from time to time by any general or special orders direct to be heard before him in open Court.

(2.) Any other matter or application may be heard and determined in Chambers.

Applications
in Chambers.

7. Subject to the provisions of the Act and Rules in every Court:—

- (1.) The Registrar may under the general or special directions of the Judge hear and determine any application or matter which under the Act and Rules may be heard and determined in Chambers.
- (2.) Any matter or application before the Registrar may at any time be adjourned by him to be heard before the Judge either in Chambers or in Court.
- (3.) Any matter or application may, if the Judge or as the case may be, the Registrar, thinks fit be adjourned from Chambers to Court, or from Court to Chambers.

Motions and
Summonses.
Form 3.

8.—(1.) Every application in Court other than a petition, shall be made by motion, notice of which shall be served on every person against whom an order is sought, not less than two clear days before the day named in the notice for hearing the motion, which day must be one of the days appointed for the Sittings of the Court.

(2.) Every application in Chambers shall be made by summons, which, unless otherwise ordered, shall be served on every person against whom an order is sought, and shall require the person or persons to whom the summons is addressed to attend at the time and place named in the summons.

Place of
Sitting of
County Court.

9. Subject to the orders of the Lord Chancellor the place of Sitting of each County Court having jurisdiction under the Act shall for the purposes of such jurisdiction, be the town and place in which the Court holds its Sittings for the general business of the Court, under the County Courts Acts.

Times for
holding
Courts other
than the High
Court.

10. Subject to the provisions of the Act, the times of the Sitting of each Court, other than the High Court in matters of the winding-up of Companies shall be those which are appointed for the transaction of the general business of the Court, unless the Judge of any such Court shall otherwise order.

PROCEEDINGS.

11.—(1.) Every proceeding in a winding-up matter shall be dated, and shall with any necessary additions, be intituled as follows:—

Title of proceedings.
Forms 1 and 2.

IN THE COURT
COMPANIES (WINDING-UP)

In the Matter of the Companies (Consolidation)
Act, 1908.

with the name of the matter to which it relates. Numbers and dates may be denoted by figures.

(2.) The first proceeding in every winding-up matter shall have a distinctive number assigned to it in the office of the Registrar, and all proceedings in any matter subsequent to the first proceeding shall bear the same number as the first proceeding.

12. All proceedings shall be written or printed, or partly written or partly printed on paper of the size of 13 inches in length and 8 inches in breadth, or thereabouts, and must have a stitching margin; but no objection shall be allowed to any proof or affidavit on account only of its being written or printed on paper of other size.

Written or printed proceedings.

13. All orders, summonses, petitions, warrants, process of any kind (including notices when issued by the Court) and office copies in any winding-up matter shall be sealed.

Process to be sealed.

14. Every summons in a winding-up matter in the High Court shall be prepared by the Applicant or his Solicitor, and issued from the office of the Registrar. A summons, when sealed, shall be deemed to be issued. The person obtaining the summons shall leave in the Registrar's office a duplicate which shall be stamped with the prescribed stamp and filed.

Issue of Summonses.

15. Every order, whether made in Court or in Chambers in the winding-up of a Company shall be drawn up by the Registrar, unless in any proceeding, or classes of proceedings, the Judge or Registrar who makes the order shall direct that no order need be drawn up. Where a direction is given that no order need be drawn up, the note or memorandum of the order, signed or initialled by the Judge or the Registrar making the order, shall be sufficient evidence of the order having been made.

Orders.

16. All petitions, affidavits, summonses, orders, proofs, notices, depositions, bills of costs and other proceedings in the High Court in a winding-up matter shall be kept and remain of record in the office of the Registrar and, subject to the directions of the Court, shall be placed in one continuous file, and no proceeding in any winding-up matter shall be filed in the Central Office.

File of proceedings in office of Registrar (High Court).

File of proceedings in Courts other than High Court.

17. In Courts other than the High Court a file of proceedings in every winding-up matter shall be kept on which, subject to the directions of the Court, all petitions, affidavits, summonses, orders, proofs, notices, depositions, and other proceedings in the matter shall be placed and remain of record as far as possible in continuous order.

Office copies.

18. In every Court all office copies of petitions, affidavits, depositions, papers and writings, or any parts thereof, required by the Official Receiver or any liquidator, contributory, creditor, officer of a Company, or other person entitled thereto, shall be provided by the Registrar, and shall, except as to figures, be fairly written out at length, and be sealed and delivered out without any unnecessary delay, and in the order in which they shall have been bespoken.

Inspection of file.

19. Every person who has been a director or officer of a Company which is being wound up, and every duly authorised officer of the Board of Trade, shall be entitled, free of charge, and every contributory and every creditor whose claim or proof has been admitted, shall be entitled on payment of a fee of one shilling for each hour or part of an hour occupied, at all reasonable times, to inspect the file of proceedings and to take copies or extracts from any document therein, or to be furnished with such copies or extracts at a rate not exceeding fourpence per folio of seventy-two words.

Use of file by Board of Trade and Official Receiver.

20. Where, in the exercise of their functions under the Act or Rules, the Board of Trade or the Official Receiver requires to inspect or use the file of proceedings the Registrar shall (unless the file is at the time required for use in Court or by him) on request, transmit the file of proceedings to the Board of Trade or Official Receiver, as the case may be.

Defacement of stamps.

21. Every officer of a Court who shall receive any document to which an adhesive stamp shall be affixed, shall immediately upon receipt of the document deface the stamp thereon, in the High Court in such manner as the Commissioners of Inland Revenue may from time to time direct, and in any other Court by writing partly on the stamp and partly on the document the name of the matter, or in such other manner as the Commissioners of Inland Revenue may from time to time direct, and no such document shall be filed or delivered until the stamp thereon shall have been defaced in manner aforesaid; and it shall be the duty of the party presenting or receiving such document to see that the defacement hereby prescribed has been duly made.

SERVICE AND EXECUTION OF PROCESS AND ENFORCEMENT OF ORDERS.

Duties of Bailiff in County Court.

22.—(1.) It shall be the duty of the High Bailiff of a County Court to serve such orders, summonses, petitions and notices as the Court may require him to serve; to execute warrants and

other process; to attend any sittings of the Court (but not sittings in Chambers); and to do and perform all such things as may be required of him by the Court.

(2.) But this rule shall not be construed to require any order, summons, petition, or notice to be served by a bailiff or officer of the Court which is not specially by the Act or Rules required to be so served, unless the Court in any particular proceeding by order specially so directs.

23.—(1.) All notices, summonses, and other documents other than those of which personal service is required, may be sent by prepaid post letter to the last known address of the person to be served therewith; and the notice, summons, or document shall be considered as served at the time that the same ought to be delivered in the due course of post by the post office, and notwithstanding the same may be returned by the post office. Service.

(2.) No service shall be deemed invalid by reason that the name, or any of the names other than the surname of the person to be served, has been omitted from the document containing the person's name, provided that the Court is satisfied that in other respects the service of the document has been sufficient.

24.—(1.) Every order of a Court having jurisdiction to wind up a Company, made in the exercise of the powers conferred by the Acts and Rules, may be enforced by such Court as if it were a judgment or order of the Court made in the exercise of its ordinary jurisdiction. Enforcement of Orders.

(2.) Every such order of a County Court, and every process issued therein may be enforced, executed and dealt with not only by such Court, but by any County Court, whether such County Court has or has not jurisdiction to wind up a Company, as if such order or process were made or issued for the enforcement of a judgment or order made by such last mentioned Court in the exercise of its ordinary jurisdiction.

PETITION.

25. Every petition for the winding-up of a Company by the Court, or subject to the supervision of the Court, shall be in the Forms Nos. 4 and 5 in the Appendix with such variations as circumstances may require. Form of petition.
Forms 4 and 5.

26. A petition shall be presented at the office or chambers of the Registrar, who shall appoint the time and place at which the petition is to be heard. Notice of the time and place appointed for hearing the petition shall be written on the petition and sealed copies thereof, and the Registrar may at any time before the Petition has been advertised, alter the time appointed, and fix another time. Presentation of petition.

Advertisement of
petition.
Form 6.

27. Every petition shall be advertised seven clear days before the hearing as follows:—

- (1.) In the case of a Company whose registered office, or if there shall be no such office, then whose principal or last known principal place of business is or was situate within ten miles of the principal entrance of the Royal Courts of Justice once in the *London Gazette*, and once at least in one London daily morning newspaper, or in such other newspaper as the Court directs.
- (2.) In the case of any other Company, once in the *London Gazette*, and once at least in one local newspaper circulating in the district where the registered office, or principal or last known principal place of business, as the case may be, of such Company is or was situate, or in such other newspaper as shall be directed by the Court.
- (3.) The advertisement shall state the day on which the petition was presented, and the name and address of the petitioner, and of his solicitor and London agent (if any), and shall contain a note at the foot thereof, stating that any person who intends to appear on the hearing of the petition, either to oppose or support, must send notice of his intention to the petitioner, or to his solicitors or London agent, within the time and manner prescribed by Rule 33, and an advertisement of a petition for the winding-up of a Company by the Court which does not contain such a note shall be deemed irregular.

And if the Petitioner or his Solicitor does not within the time hereby prescribed or within such extended time as the Registrar may allow duly advertise the Petition in the manner prescribed by the said Rule the appointment of the time and place at which the Petition is to be heard shall be cancelled by the Registrar and the Petition shall be removed from the file in the Companies (Winding-up) Office unless the Judge or the Registrar shall otherwise direct.

Service of
petition.
Forms 7
and 8.

28. Every petition shall, unless presented by the Company, be served upon the Company at the registered office, if any, of the Company, and if there is no registered office, then at the principal or last known principal place of business of the Company, if any such can be found, by leaving a copy with any member, officer, or servant of the Company there, or in case no such member, officer, or servant can be found there, then by leaving a copy at such registered office or principal place of business, or by serving it on such member or members of the Company as the Court may direct; and where the Company is being wound up voluntarily, the petition shall also be served upon the Liquidator (if any), appointed for the purpose of winding-up the affairs of the Company.

29. Every petition for the winding-up of a Company by the Court, or subject to the supervision of the Court, shall be verified by an affidavit referring thereto. Such affidavit shall be made by the petitioner, or by one of the petitioners, if more than one, or, in case the petition is presented by a corporation, by some director, secretary, or other principal officer thereof, and shall be sworn after and filed within four days after the petition is presented, and such affidavit shall be sufficient *prima facie* evidence of the statements in the petition.

Verification
of petition.
Form 9.

30. Every contributory or creditor of the Company shall be entitled to be furnished, by the solicitor of the petitioner with a copy of the petition, within 24 hours after requiring same, on paying the rate of 4*d.* per folio of 72 words for such copy.

Copy of
petition to be
furnished to
creditor or
contributory.

OFFICIAL RECEIVER AS PROVISIONAL LIQUIDATOR.

31.—(1.) After the presentation of a petition, upon the application of a creditor, or of a contributory, or of the Company, and upon proof by affidavit of sufficient grounds for the appointment of the Official Receiver as Provisional Liquidator, the Court, if it thinks fit, and upon such terms as in the opinion of the Court shall be just and necessary, may make the appointment.

Appointment
of Pro-
visional
Liquidator.

(2.) The Order appointing the Official Receiver to be Provisional Liquidator, shall bear the number of the petition, and shall state the nature and a short description of the property of which the Official Receiver is ordered to take possession, and the duties to be performed by the Official Receiver.

Form 10.

(3.) Subject to any Order of the Court, if no order for the winding-up of the Company is made upon the Petition, or if an order for the winding-up of the Company on the Petition is rescinded, or if all proceedings on the petition are stayed, or if an order is made continuing the voluntary winding-up of the Company subject to the supervision of the Court, the Official Receiver as Provisional Liquidator shall be entitled to be paid, out of the property of the Company, all the costs, charges, and expenses properly incurred by him as Provisional Liquidator, including the fees payable to the Board of Trade under the scale of fees in force for the time being, and may retain out of such property the amounts of such costs, charges, expenses, and fees.

HEARING OF PETITIONS AND ORDERS MADE THEREON.

32. After a petition has been presented, the petitioner, or his Solicitor, shall, on a day to be appointed by the Registrar, attend before the Registrar and satisfy him that the petition has been duly advertised, that the prescribed affidavit verifying the statements therein and the affidavit of service (if any) have been duly filed, and that the provisions of the Rules as to petitions for winding-up Companies have been duly complied with by the petitioner. No order for the winding-up of a Company shall be made on the petition of any petitioner who has not, prior to the hearing of the petition, attended before the Registrar at the time appointed, and satisfied him in manner required by this Rule

Attendance
before
hearing to
show com-
pliance with
rules.

Notice by
persons who
intend to
appear.

Form 11.

List of
names and
addresses of
persons who
appear on
the petition.
Form 12.

Affidavits in
opposition
and reply.

Substitution
of creditor or
contributory
for with-
drawing
petitioner

Notice that
winding-up
order has
been pro-
nounced to
be given
to Official
Receiver.

33. Every person who intends to appear on the hearing of a petition shall serve on, or send by post to, the petitioner, or his solicitor or London agent, at the address stated in the advertisement of the petition, notice of his intention. The notice shall contain the address of such person, and shall be signed by him or by his solicitor or London agent, and shall be served, or if sent by post shall be posted in such time as in ordinary course of post to reach the address not later than six o'clock in the afternoon of the day previous to the day appointed for the hearing of the petition. The notice may be in Form 11 with such variations as circumstances may require. A person who has failed to comply with this Rule shall not, without the special leave of the Court, be allowed to appear on the hearing of the petition.

34. The petitioner, or his solicitor or London agent, shall prepare a list of the names and addresses of the persons who have given notice of their intention to appear on the hearing of the petition, and of their respective solicitors, which shall be in Form 12. On the day appointed for hearing the petition a fair copy of the list (or if no notice of intention to appear has been given a statement in writing to that effect) shall be handed by the petitioner, or his solicitor or London agent, to the Court prior to the hearing of the petition.

35.—(1.) Affidavits in opposition to a petition that a Company may be wound up under the order or subject to the supervision of the Court shall be filed within seven days of the date on which the affidavit verifying the petition is filed, and notice of the filing of every affidavit in opposition to such a petition shall be given to the petitioner or the solicitor or London agent of the petitioner, on the day on which the affidavit is filed.

(2.) An affidavit in reply to an affidavit filed in opposition to a petition shall be filed within three days of the date on which notice of such affidavit is received by the petitioner or the solicitor or London agent of the petitioner.

36. When a petitioner consents to withdraw his petition, or to allow it to be dismissed, or the hearing adjourned, or fails to appear in support of his petition when it is called on in Court on the day originally fixed for the hearing thereof, or on any day to which the hearing has been adjourned, or, if appearing, does not apply for an order in the terms of the prayer of his petition, the Court may, upon such terms as it may think just, substitute as petitioner any creditor or contributory who in the opinion of the Court would have a right to present a petition, and who is desirous of prosecuting the petition.

ORDER TO WIND-UP A COMPANY.

37. When an order for the winding-up of a Company, or for the appointment of the Official Receiver as Provisional Liquidator prior to the making of an order for the winding-up of the Company, has been pronounced in Court, the Registrar shall, on the same day, send to the Official Receiver a notice informing him that the order has been pronounced.

The notice may be in Forms 13 and 14 respectively, with such variations as circumstances may require. Forms 13 and 14.

38. It shall be the duty of the petitioner, or his solicitor or London agent, and of all other persons who have appeared on the hearing of the petition, at latest on the day following the day on which an order for the winding-up of a Company is pronounced in Court, to leave at the Registrar's office all the documents required for the purpose of enabling the Registrar to complete the order forthwith. Documents for drawing up order to be left with Registrar.

39. It shall not be necessary for the Registrar to make an appointment to settle the order, unless in any particular case the special circumstances make an appointment necessary. No appointment for settling order.

40. An order to wind up a Company shall contain at the foot thereof a notice stating that it will be the duty of the person who is at the time Secretary or chief officer of the Company, and of such of the persons who are liable to make out or concur in making out the Company's statement of affairs as the Official Receiver may require, to attend on the Official Receiver forthwith on the service of the order at the place mentioned therein. Contents of winding-up order. Forms 15.

41.—(1.) When an order that a Company be wound up, or for the appointment of the Official Receiver as Provisional Liquidator has been made:— Transmission and advertisement of winding-up order.

(a.) Three copies of the order sealed with the seal of the Court shall forthwith be sent by post or otherwise by the Registrar to the Official Receiver.

(b.) The Official Receiver shall cause a sealed copy of the order to be served upon the Secretary or other Chief Officer of the Company at the registered office of the Company (if any), or upon such other person or persons, or in such other manner as the Court may direct, and if the order is that the Company be wound up by the Court, shall forward to the Registrar of Companies the copy of the order which by Section 143 of the Act is directed to be so forwarded by the Company.

(c.) The Official Receiver shall forthwith give notice of the order to the Board of Trade, who shall forthwith cause the notice to be gazetted.

(d.) The Official Receiver shall forthwith send notice of the order to such local paper as the Board of Trade may from time to time direct, or, in default of such direction, as he may select. Form 17.

(2.) An order for the winding-up of a Company, subject to the supervision of the Court, shall before the expiration of twelve days from the date thereof be advertised by the petitioner, once in the *London Gazette*, and shall be served on such persons (if any) and in such manner as the Court shall direct. Form 16.

TRANSFERS OF ACTIONS AND PROCEEDINGS.

Transfer of
actions.

42.—(1.) Where an order has been made in the High Court for the winding-up of a Company the Judge shall have power, without further consent, to order the transfer to him of any action, cause or matter pending in any other Court or Division brought or continued by or against the Company, and any action or proceeding by a mortgagee or debenture holder of the Company against the Company, for the purpose of realising his security, or by any other person for the purpose of enforcing a claim against the Company's assets or property, which is pending in the High Court or before any Judge thereof shall without further order be transferred to the Judge of the High Court. In the case of applications in Chambers in actions so transferred where the practice in winding-up is different from the practice in the Chancery Division the practice in winding-up shall prevail.

(2.) Where any action brought by or against a Company against which a winding-up order has been made is transferred to the Judge of the High Court, the Registrar may, under the general or special directions of the Judge, hear, determine and deal with any application, matter, or proceeding which, if the action had not been transferred, would have been determined in Chambers. These provisions shall apply to the proceedings in any action in which by the Rules of the Supreme Court or otherwise the Chamber proceedings are directed to be dealt with by the Registrar.

Transfer of
proceedings
by Judge of
High Court.
Form 18.

43. The Judge of the High Court may at any time, for good cause shown, order the proceedings in any Court other than the High Court to be transferred to the High Court, or any proceedings in the High Court to be transferred from the High Court to any other Court.

Transfer of
proceedings
by Judge of
Court other
than High
Court or
Palatine
Court.

44. The Judge of any Court, other than the High Court or a Palatine Court, may at any time, for good cause shown, order any proceedings which have been commenced or are pending in his Court to be transferred to any Court which has jurisdiction to order the winding-up of a Company, not being the High Court or a Palatine Court.

Form 18.

Notice of
application to
Official
Receiver.

45. In a winding-up by the Court, notice of an application for a transfer of proceedings shall be before the hearing thereof, be served by the applicant on the Official Receiver of the Court in which the proceedings are pending and on the Official Receiver of the Court to which the proceedings are sought to be transferred.

Procedure
where
proceedings
transferred.

Form 19.

46. When an order for the transfer of proceedings has been made:—

(1.) The person on whose application the transfer has been made shall lodge with the Registrar of the Court to which the proceedings are transferred a sealed copy of the order of transfer.

- (2.) In a winding-up by the Court the Official Receiver of the Court to which the proceedings are transferred shall become the Official Receiver in the proceedings.
- (3.) The records of the proceedings shall be transmitted to the Registrar of the Court to which the proceedings are transferred, and in a winding-up by the Court such Registrar, as soon as he has received the records, shall give notice of the transfer to the Official Receiver of his Court, who shall give notice of the transfer to the Board of Trade.
- (4.) The proceedings shall receive a new distinctive number.

47. Whenever the Lord Chancellor, by order under his hand, shall exclude any County Court from having jurisdiction under the Act, or shall attach the district or any part of the district of a County Court to the High Court, or any other County Court, or shall detach the district or any part of the district of any County Court from the district and jurisdiction of the High Court, any winding-up matters pending in the Court or district to which the order relates shall become transferred to such Court as shall be mentioned for the purpose in the order; and, thereupon, the Rules as to transfer of proceedings shall apply to the transfer of such pending proceedings in all respects as if the proceedings had been transferred by order of a Court having power to transfer proceedings.

Transfer of jurisdiction of County Court.

SPECIAL MANAGER.

48.—(1.) An application by the Official Receiver for the appointment of a special manager shall be supported by a report of the Official Receiver, which shall be placed on the file of proceedings, and in which shall be stated the amount of remuneration which, in the opinion of the Official Receiver, ought to be allowed to the special manager. No affidavit by the Official Receiver in support of the application shall be required.

Appointment of Special Manager.

(2.) The remuneration of the special manager shall, unless the Court otherwise in any special case directs, be stated in the order appointing him, but the Court may at any subsequent time for good cause shown make an order for payment to the special manager of further remuneration.

(3.) A copy of the order appointing a special manager shall be transmitted to the Board of Trade by the Official Receiver.

49. Every special manager shall account to the Official Receiver, and the Special Manager's accounts shall be verified by affidavit, and, when approved by the Official Receiver, the totals of the receipts and payments shall be added by the Official Receiver to his accounts.

Accounting by Special Manager.
Form 20.

STATEMENT OF AFFAIRS.

Preparation
of statement
of affairs.
Form 26.

50.—(1.) Every person who under section 147 of the Act, has been required by the Official Receiver to submit and verify a statement as to the affairs of the Company, shall be furnished by the Official Receiver with forms and instructions for the preparation of the statement. The statement shall be made out in duplicate, one copy of which shall be verified by affidavit. The Official Receiver shall cause to be filed with the Registrar the verified statement of affairs.

(2.) The Official Receiver may from time to time hold personal interviews with every such person for the purpose of investigating the Company's affairs, and it shall be the duty of every such person to attend on the Official Receiver at such time and place as the Official Receiver may appoint and give the Official Receiver all information that he may require.

Extension of
time for
submitting
statement of
affairs.

51. When any person requires any extension of time for submitting the statement of affairs, he shall apply to the Official Receiver, who may, if he thinks fit, give a written certificate extending the time, which certificate shall be filed with the proceedings in the winding-up and shall render an application to the Court unnecessary.

Information
subsequent
to statement
of affairs.

52. After the statement of affairs of a Company has been submitted to the Official Receiver it shall be the duty of each person who has made or concurred in making it, if and when required, to attend on the Official Receiver and answer all such questions as may be put to him, and give all such further information as may be required of him by the Official Receiver in relation to the Statement of Affairs.

Default.

53. Any default in complying with the requirements of section 147 of the Act, may be reported by the Official Receiver to the Court.

Expenses of
statement of
affairs.

54. A person who is required to make or concur in making any statement of affairs of a Company shall, before incurring any costs or expenses in and about the preparation and making of the statement, apply to the Official Receiver for his sanction, and submit a statement of the estimated costs and expenses which it is intended to incur; and, except by order of the Court, no person shall be allowed out of the assets of the Company any costs or expenses which have not before being incurred been sanctioned by the Official Receiver.

APPOINTMENT OF LIQUIDATOR IN A WINDING-UP BY THE COURT.

Appointment
of Liquidator
on report of
meetings of
creditors and
contribu-
tories.
Form 27.

55.—(1.) As soon as possible after the first meetings of creditors and contributories have been held the Official Receiver, or the Chairman of the meeting, as the case may be, shall report the result of each meeting to the Court.

(2.) Upon the result of the meetings of creditors and contributories being reported to the Court, the Court may, if the meeting of creditors and the meeting of contributories have

each passed the same resolutions, or if the resolutions passed at the two meetings are identical in effect, upon the application of the Official Receiver, forthwith make the appointments necessary for giving effect to such resolutions. In any other case the Court shall, on the application of the Official Receiver, fix a time and place for considering the resolutions and determinations (if any) of the meetings, deciding differences (if any), and making such order as shall be necessary.

(3.) When a time and place have been fixed for the consideration of the resolutions and determinations of the meetings, such time and place shall be advertised by the Official Receiver in such manner as the Court shall direct, but so that the first or only advertisement shall be published not less than seven days before the time so fixed.

(4.) Upon the consideration of the resolutions and determinations of the meetings the Court shall hear the Official Receiver and any creditor or contributory.

(5.) If a Liquidator is appointed a copy of the order appointing him shall be transmitted to the Board of Trade by the Official Receiver, and the Board of Trade shall, as soon as the Liquidator has given security, cause notice of the appointment to be gazetted. The expense of gazetting the notice of the appointment shall be paid by the Liquidator, but may be charged by him on the assets of the Company.

Forms 28 and 103 (7).

(6.) Every appointment of a Liquidator or Committee of Inspection shall be advertised by the Liquidator in such manner as the Court directs immediately after the appointment has been made, and the Liquidator has given the required security.

Form 30.

(7.) If a Liquidator in a winding-up by the Court shall die, or resign, or be removed, another Liquidator may be appointed in his place in the same manner as in the case of a first appointment, and the Official Receiver shall, on the request of not less than one-tenth in value of the creditors or contributories summon meetings for the purpose of determining whether or not the vacancy shall be filled; but none of the provisions of this Rule shall apply where the Liquidator is released under section 157 of the Act in which case the Official Receiver shall remain Liquidator.

56. When the Official Receiver is Liquidator of a Company he shall be styled "Official Receiver and Liquidator."

Style of Official Receiver when he is Liquidator.

SECURITY BY LIQUIDATOR OR SPECIAL MANAGER IN A WINDING-UP BY THE COURT.

57. In the case of a Special Manager or a Liquidator other than the Official Receiver, the following provisions as to security shall have effect, namely:—

Standing security to Board of Trade.

(1.) The security shall be given to such officers or persons, and in such manner as the Board of Trade may from time to time direct.

(2.) It shall not be necessary that security shall be given in each separate winding-up; but security may be given either specially in a particular winding-up, or generally, to be available for any winding-up in which the person giving security may be appointed, either as Liquidator or Special Manager.

(3.) The Board of Trade shall fix the amount and nature of such security, and may from time to time, as they think fit, either increase or diminish the amount of special or general security which any person has given.

Form 29.

(4.) The certificate of the Board of Trade that a Liquidator or Special Manager has given security to their satisfaction shall be filed with the Registrar.

(5.) The cost of furnishing the required security by a Liquidator or Special Manager, including any premiums which he may pay to a Guarantee Society, shall be borne by him personally, and shall not be charged against the assets of the Company as an expense incurred in the winding-up.

Failure to
give or keep
up security.

58.—(1.) If a Liquidator or Special Manager fails to give the required security within the time stated for that purpose in the order appointing him, or any extension thereof, the Official Receiver shall report such failure to the Court, who may thereupon rescind the order appointing the Liquidator or Special Manager.

(2.) If a Liquidator or Special Manager fails to keep up his security, the Official Receiver shall report such failure to the Court, who may thereupon remove the Liquidator or Special Manager, and make such order as to costs as the Court shall think fit.

(3.) Where an order is made under this Rule rescinding an order for the appointment of or removing a Liquidator, the Court may direct that another Liquidator is to be appointed and thereupon the same meetings shall be summoned and the same proceedings may be taken as in the case of a first appointment of a Liquidator.

PUBLIC EXAMINATION.

Report of
Official
Receiver to
be filed.

59. A report made by the Official Receiver pursuant to Section 148 of the Act shall state, in a narrative form, the facts and matters which the Official Receiver desires to bring to the notice of the Court, and his opinion as required by the said section.

Appointment
of time for
consideration
of report.

60. The Official Receiver may apply to the Court to fix a day for the consideration of the report, and on such application the Court shall appoint a day on which the report shall be considered.

61. The consideration of the report shall be before the Judge of the Court personally in Chambers, and the Official Receiver shall personally, or by Counsel or Solicitor, attend the consideration of the report, and give the Court any further information or explanation with reference to the matters stated in the report which the Court may require.

Consideration of report.

62. Where the Judge makes an order under section 175 of the Act, directing any person or persons to attend for public examination:—

Procedure consequent on order for public examination. Form 31.

(a.) The examination shall be held before the Judge. Provided that in the High Court the Judge may direct that the whole or any part of the examination of any such person or persons be held before the Registrar, or before any of the persons mentioned in sub-section 9 of the said section.

(b.) The Judge may, if he thinks fit, either in the order for examination, or by any subsequent order, give directions as to the special matters on which any such person is to be examined.

(c.) Where on an examination held before the Registrar, or one of the persons mentioned in sub-section 9 of the said section, he is of opinion that such examination is being unduly or unnecessarily protracted, or for any other sufficient cause, he may adjourn the examination of any person, or any part of the examination, to be held before the Judge.

63. Upon an order directing a person to attend for public examination being made, the Official Receiver shall apply for the appointment of a day on which the public examination is to be held.

Application for day for holding examination.

64. A day and place shall be appointed for holding the public examination, and notice of the day and place so appointed shall be given by the Official Receiver to the person who is to be examined by sending such notice in a registered letter addressed to his usual or last known address.

Appointment of time and place for public examination. Forms 32 and 33.

65.—(1.) The Official Receiver shall give notice of the time and place appointed for holding a public examination to the creditors and contributories by advertisement in such newspapers as the Board of Trade from time to time direct, or in default of any such direction as the Official Receiver thinks fit, and shall also forward notice of the appointment to the Board of Trade to be gazetted.

Notice of public examination to creditors and contributories.

(2.) Where an adjournment of the public examination has been directed, notice of the adjournment shall not, unless otherwise directed by the Court, be advertised in any newspaper, but it shall be sufficient to publish in the gazette a notice of the time and place fixed for the adjourned examination.

Default in
attending.
Form 40.

66.—(1.) If any person who has been directed by the Court to attend for public examination fails to attend at the time and place appointed for holding or proceeding with the same, and no good cause is shown by him for such failure, or if before the day appointed for the examination the Official Receiver satisfies the Court that such person has absconded, or that there is reason for believing that he is about to abscond with the view of avoiding examination, it shall be lawful for the Court, upon its being proved to the satisfaction of the Court that notice of the order and of the time and place appointed for attendance at the public examination was duly served, without any further notice, to issue a warrant for the arrest of the person required to attend, or to make such other order as the Court shall think just.

Warrants of
arrest.

(2.) A warrant of arrest issued by the High Court under this Rule shall be issued in the Central Office of the Supreme Court pursuant to an order of the Court directing such issue.

Notes of
examination
to be filed.
Forms 36
and 37.

67. The notes of every public examination shall, after being signed as required by Section 175 (7) of the Act, be filed with the Registrar.

PROCEEDINGS AGAINST DELINQUENT DIRECTORS, PROMOTERS, AND OFFICERS.

Application
against
delinquent
directors,
officers, and
promoters.

68.—(1.) An application under section 215 of the Act shall in any Court other than the High Court be made by motion to the Court. In the High Court the application shall be made by a summons returnable in the first instance in Chambers, in which summons shall be stated the nature of the declaration or order for which application is made, and the grounds of the application, and which summons, unless otherwise ordered by the Court, shall be served, in the manner in which an originating summons is required by the Rules of the Supreme Court to be served, on every person against whom an order is sought, not less than eight days before the day named in the summons for hearing the application. Where the application is made by the Official Receiver or Liquidator he may make a report to the Court stating any facts and information on which he proceeds which are verified by affidavit, or derived from sworn evidence in the proceedings. Where the application is made by any other person it shall be supported by affidavit to be filed by him.

(2.) On the return of the summons the Court may give such directions as it shall think fit for the hearing of the summons before the Judge in Court, the taking of evidence wholly or in part by affidavit or orally, and the cross-examination either before the Judge on the hearing in Court or in Chambers of any deponents to affidavits in support of or in opposition to the application.

Notice of
application.

69. Where the application is made by motion, notice of the intended motion shall be served on every person against whom

be appointed to take down the evidence of any person examined in shorthand or otherwise, it shall be competent for the Court or officer aforesaid to make such appointment. The person at whose instance the examination is taken shall nominate a person for the purpose, and the person so nominated shall be appointed, unless the Court or officer holding the examination shall otherwise order. Every person so appointed shall be paid a sum not exceeding one guinea a day, and a sum not exceeding 8d. per folio of 90 words for any transcript of the evidence that may be required, and such sums shall be paid by the party at whose instance the appointment was made, or out of the assets of the Company as may be directed by the Court.

Committal of
contumacious
witness.
Form 38.

72.—(1.) If a person examined before a Registrar or other officer of the Court who has no power to commit for contempt of Court, refuses to answer to the satisfaction of the Registrar or officer any question which he may allow to be put, the Registrar or officer shall report such refusal to the Judge, and upon such report being made the person in default shall be in the same position, and be dealt with in the same manner as if he had made default in answering before the Judge.

(2.) The report shall be in writing, but without affidavit and shall set forth the question put, and the answer (if any) given by the person examined.

(3.) The Registrar or other officer shall, before the conclusion of the examination at which the default in answering is made, name the time when and the place where the default will be reported to the Judge, and upon receiving the report the Judge may take such action thereon as he shall think fit. If the Judge is sitting at the time when the default in answering is made, such default may be reported immediately.

Depositions
at private
examinations.

73.—(1.) The Official Receiver may attend in person, or by an assistant Official Receiver, any examination of a witness under section 174 of the Act, on whosoever application the same has been ordered, and may take notes of the examination for his own use, and put such questions to the persons examined as the Court may allow.

(2.) The notes of the depositions of a person examined under section 174 of the Act, or under any order of the Court before the Court, or before any officer of the Court, or person appointed to take such an examination (other than the notes of the depositions of a person examined at a public examination under section 175 of the Act) shall not be filed, or be open to the inspection of any creditor, contributory, or other person, except the Official Receiver or Liquidator, unless and until the Court shall so direct, and the Court may from time to time give such general or special directions as it shall think expedient as to the custody and inspection of such notes and the furnishing of copies of or extracts therefrom.

ARRANGEMENTS WITH CREDITORS AND CONTRIBUTORIES IN A
WINDING-UP BY THE COURT.

74. In a winding-up by the Court if application is made to the Court to sanction any compromise or arrangement the Court may, before giving its sanction thereto, hear a report by the Official Receiver as to the terms of the scheme, and as to the conduct of the directors and other officers of the Company, and as to any other matters which, in the opinion of the Official Receiver or the Board of Trade, ought to be brought to the attention of the Court. The report shall not be placed upon the file, unless and until the Court shall direct it to be filed.

Report by
Official
Receiver
on arrange-
ments and
compromises.

COLLECTION AND DISTRIBUTION OF ASSETS IN A WINDING-UP
BY THE COURT.

75.—(1.) The duties imposed on the Court by section 163 (1) of the Act, in a winding-up by the Court with regard to the collection of the assets of the Company and the application of the assets in discharge of the Company's liabilities shall be discharged by the Liquidator as an officer of the Court subject to the control of the Court.

Collection
and distri-
bution of
Company's
assets by
Liquidator.

(2.) For the purpose of the discharge by the Liquidator of the duties imposed by section 163 (1) of the Act, and Sub-rule (1) of this Rule, the Liquidator in a winding-up by the Court shall for the purpose of acquiring or retaining possession of the property of the Company, be in the same position as if he were a Receiver of the property appointed by the High Court, and the Court may, on his application, enforce such acquisition or retention accordingly.

76. The powers conferred on the Court by section 164 of the Act shall be exercised by the Liquidator. Any contributory for the time being on the list of contributories, trustee, receiver, banker or agent or officer of a Company which is being wound up under order of the Court shall, on notice from the Liquidator and within such time as he shall by notice in writing require, pay, deliver, convey, surrender or transfer to or into the hands of the Liquidator any sum of money or balance, books, papers, estate or effects which happen to be in his hands for the time being and to which the Company is *prima facie* entitled.

Power of
Liquidator to
require
delivery of
property.
Form 41.

LIST OF CONTRIBUTORIES IN A WINDING-UP BY THE COURT.

77. The Liquidator shall with all convenient speed after his appointment settle a list of contributories of the Company, and shall appoint a time and place for that purpose. The list of contributories shall contain a statement of the address of, and the number of shares or extent of interest to be attributed to each contributory, and shall distinguish the several classes of

Liquidator to
settle list of
contribu-
tories.
Form 42.

contributories. As regards representative contributories the Liquidator shall, so far as practicable, observe the requirements of section 163 (2) of the Act.

Appointment of time and place for settlement of list.
Forms 43 and 44.

78. The Liquidator shall give notice in writing of the time and place appointed for the settlement of the list of contributories to every person whom he proposes to include in the list, and shall state in the notice to each person in what character and for what number of shares or interest he proposes to include such person in the list.

Settlement of list of contributories.
Form 45.

79. On the day appointed for settlement of the list of contributories the Liquidator shall hear any person who objects to being settled as a contributory, and after such hearing shall finally settle the list, which when so settled shall be the list of contributories of the Company.

Notice to contributories.
Form 46.

80. The Liquidator shall forthwith give notice to every person whom he has finally placed on the list of contributories stating in what character and for what number of shares or interest he has been placed on the list, and in the notice inform such person that any application for the removal of his name from the list, or for a variation of the list, must be made to the Court by summons within 21 days from the date of the service on the contributory or alleged contributory of notice of the fact that his name is settled on the list of contributories.

Application to the Court to vary the list.
Form 49.

81.—(1.) Subject to the power of the Court to extend the time or to allow an application to be made notwithstanding the expiration of the time limited for that purpose, no application to the Court by any person who objects to the list of contributories as finally settled by the Liquidator shall be entertained after the expiration of 21 days from the date of the service on such person of notice of the settlement of the list.

(2.) The Official Receiver shall not in any case be personally liable to pay any costs of or in relation to an application to set aside or vary his act or decision settling the name of a person on the list of contributories of a Company.

Variation of or addition to list of contributories.
Form 47.

82. The Liquidator may from time to time vary or add to the list of contributories, but any such variation or addition shall be made in the same manner in all respects as the settlement of the original list.

CALLS.

Calls by Liquidator.

83. The powers and duties of the Court in relation to making calls upon contributories conferred by section 166 of the Act. shall and may be exercised, in a winding-up by the Court, by the Liquidator as an officer of the Court subject to the proviso to section 173 of the Act, and to the following regulations:—

Form 50.

(1.) Where the Liquidator desires to make any call on the contributories, or any of them for any purpose authorised by the Act, if there is a Committee of

Inspection he may summon a meeting of such Committee for the purpose of obtaining their sanction to the intended call.

- (2.) The notice of the meeting shall be sent to each member of the Committee of Inspection in sufficient time to reach him not less than seven days before the day appointed for holding the meeting, and shall contain a statement of the proposed amount of the call, and the purpose for which it is intended. Notice of the intended call and the intended meeting of the Committee of Inspection shall also be advertised once at least in a London newspaper, or, where the winding-up is not in the High Court, in a newspaper circulating in the district of the Court in which the proceedings are pending. The advertisement shall state the time and place of the intended meeting of the Committee of Inspection, and that each contributory may either attend the said meeting and be heard, or make any communication in writing to the Liquidator or members of the Committee of Inspection to be laid before the meeting, in reference to the said intended call. Form 51.
- (3.) At the meeting of the Committee of Inspection any statements or representations made either to the meeting personally or addressed in writing to the Liquidator or members of the Committee by any contributory shall be considered before the intended call is sanctioned.
- (4.) The sanction of the Committee shall be given by resolution, which shall be passed by a majority of the members present. Form 52.
- (5.) Where there is no Committee of Inspection, the Liquidator shall not make a call without obtaining the leave of the Court.

84. In a winding-up by the Court an application to the Court for leave to make any call on the contributories of a Company, or any of them, for any purpose authorised by the Acts, shall be made by summons stating the proposed amount of such call, which summons shall be served four clear days at the least before the day appointed for making the call on every contributory proposed to be included in such call; or if the Court so directs, notice of such intended call may be given by advertisement, without a separate notice to each contributory. Application to the Court for leave to make a call. Forms 54 to 57.

85. When the Liquidator is authorised by resolution or order to make a call on the contributories he shall file with the Registrar a document in the Form 58 with such variations as circumstances may require making the call. Document making the call. Form 58.

86. When a call has been made by the Liquidator in a winding-up by the Court, a copy of the resolution of the Committee of Inspection or order of the Court (if any), as the case may be, Service of notice of a call. Forms 52, 53, and 59.

shall forthwith after the call has been made be served upon each of the contributories included in such call, together with a notice from the Liquidator specifying the amount or balance due from such contributory in respect of such call, but such resolution or order need not be advertised unless for any special reason the Court so directs.

Enforcement of call. Forms 60, 61, and 62. 87. The payment of the amount due from each contributory on a call may be enforced by order of the Court, to be made in Chambers on summons by the Liquidator.

PROOFS.

Proof of debt. 88. In a winding-up by the Court every creditor shall prove his debt, unless the Judge in any particular winding-up shall give directions that any creditors or class of creditors shall be admitted without proof.

Mode of proof. 89. A debt may be proved in any winding-up by delivering or sending through the post an affidavit verifying the debt. In a winding-up by the Court the affidavit shall be so sent to the Official Receiver or, if a Liquidator has been appointed, to the Liquidator; and in any other winding-up the affidavit may be so sent to the Liquidator.

Verification of proof. 90. An affidavit proving a debt may be made by the creditor himself or by some person authorised by or on behalf of the creditor. If made by a person so authorised, it shall state his authority and means of knowledge.

Contents of proof. Form 63. 91. An affidavit proving a debt shall contain or refer to a statement of account showing the particulars of the debt, and shall specify the vouchers, if any, by which the same can be substantiated. The Official Receiver or Liquidator to whom the proof is sent may at any time call for the production of the vouchers.

Statement of security. 92. An affidavit proving a debt shall state whether the creditor is or is not a secured creditor.

Proof before whom sworn. 93. An affidavit proving a debt may in a winding-up by the Court be sworn before an Official Receiver, or Assistant Official Receiver, or any officer of the Board of Trade or any clerk of an Official Receiver duly authorised in writing by the Court or the Board of Trade in that behalf.

Costs of proof. 94. A creditor shall bear the cost of proving his debt unless the Court otherwise orders.

Discount. 95. A creditor proving his debt shall deduct therefrom all trade discounts, but he shall not be compelled to deduct any discount, not exceeding five per centum on the net amount of his claim, which he may have agreed to allow for payment in cash.

Periodical payments. 96. When any rent or other payment falls due at stated periods, and the order or resolution to wind-up is made at any time other than one of those periods, the persons entitled to the rent or payment may prove for a proportionate part thereof

up to the date of the winding-up order or resolution as if the rent or payment grew due from day to day. Provided that where the Liquidator remains in occupation of premises demised to a Company which is being wound up, nothing herein contained shall prejudice or affect the right of the landlord of such premises to claim payment by the Company, or the Liquidator, of rent during the period of the Company's or the Liquidator's occupation.

97. On any debt or sum certain, payable at a certain time or otherwise, whereon interest is not reserved or agreed for, and which is overdue at the date of the winding-up order or resolution, the creditor may prove for interest at a rate not exceeding four per centum per annum to that date from the time when the debt or sum was payable, if the debt or sum is payable by virtue of a written instrument at a certain time, and if payable otherwise, then from the time when a demand in writing has been made, giving notice that interest will be claimed from the date of the demand until the time of payment. Interest.

98. A creditor may prove for a debt not payable at the date of the winding-up order or resolution, as if it were payable presently, and may receive dividends equally with the other creditors, deducting only thereout a rebate of interest at the rate of five pounds per centum per annum computed from the declaration of a dividend to the time when the debt would have become payable according to the terms on which it was contracted. Proof for debt payable at a future time.

99. In any case in which it appears that there are numerous claims for wages by workmen and others employed by the Company, it shall be sufficient if one proof for all such claims is made either by a foreman or by some other person on behalf of all such creditors. Such proof shall have annexed thereto as forming part thereof, a schedule setting forth the names of the workmen and others, and the amounts severally due to them. Any proof made in compliance with this Rule shall have the same effect as if separate proofs had been made by each of the said workmen and others. Workmen's wages. Form 64.

100. Where a creditor seeks to prove in respect of a bill of exchange, promissory note, or other negotiable instrument or security on which the Company is liable, such bill of exchange, note, instrument, or security must, subject to any special order of the Court made to the contrary, be produced to the Official Receiver, Chairman of a meeting or Liquidator, as the case may be, and be marked by him before the proof can be admitted either for voting or for any purpose. Production of bills of exchange and promissory notes.

101. Where a Liquidator is appointed in a winding-up by the Court, all proofs of debts that have been received by the Official Receiver shall be handed over to the Liquidator, but the Official Receiver shall first make a list of such proofs, and take a receipt thereon from the Liquidator for such proofs. Transmission of proofs to Liquidator.

ADMISSION AND REJECTION OF PROOFS, AND APPEAL TO THE COURT.

Notice to
Creditors to
prove.

102. Subject to the provisions of the Act, and unless otherwise ordered by the Court, the Liquidator in any winding-up may from time to time fix a certain day, which shall be not less than fourteen days from the date of the notice, on or before which the creditors of the Company are to prove their debts or claims, or to be excluded from the benefit of any distribution made before such debts are proved, and the Liquidator shall give notice in writing of the day so fixed by advertisement in such newspaper as he shall consider convenient, and in a winding-up by the Court to every person mentioned in the Statement of Affairs as a creditor, and who has not proved his debt, and in any other winding-up to the last known address or place of abode of each person who, to the knowledge of the Liquidator, claims to be a creditor of the Company and whose claim has not been admitted.

Examination
of proof.
Form 65.

103. The Liquidator shall examine every proof of debt lodged with him, and the grounds of the debt, and in writing admit or reject it, in whole or in part, or require further evidence in support of it. If he rejects a proof he shall state in writing to the creditor the grounds of the rejection.

Appeal by
creditor.

104. If a creditor or contributory is dissatisfied with the decision of the Liquidator in respect of a proof, the Court may, on the application of the creditor or contributory, reverse or vary the decision; but, subject to the power of the Court to extend the time, no application to reverse or vary the decision of the Liquidator in a winding-up by the Court rejecting a proof sent to him by a creditor, or person claiming to be a creditor, shall be entertained, unless notice of the application is given before the expiration of twenty-one days from the date of the service of the notice of rejection.

Expunging at
instance of
Liquidator.

105. If the Liquidator thinks that a proof has been improperly admitted, the Court may, on the application of the Liquidator, after notice to the creditor who made the proof, expunge the proof or reduce its amount.

Expunging at
instance of
creditor.

106. The Court may also expunge or reduce a proof upon the application of a creditor or contributory if the Liquidator declines to interfere in the matter.

Oaths.

107. For the purpose of any of his duties in relation to proofs, the Liquidator, in a winding-up by the Court, may administer oaths and take affidavits.

Official
Receiver's
powers.

108. In a winding-up by the Court the Official Receiver, before the appointment of a Liquidator, shall have all the powers of a Liquidator with respect to the examination, admission, and rejection of proofs, and any act or decision of his in relation thereto shall be subject to the like appeal.

109. In a winding-up by the Court the Official Receiver, where no other Liquidator is appointed, shall, before payment of a dividend, file all proofs tendered in the winding-up, with a list thereof, distinguishing in such list the proofs which were wholly or partly admitted, and the proofs which were wholly or partly rejected.

Filing proofs by Official Receiver.

110. Every Liquidator in a winding-up by the Court other than the Official Receiver shall on the first day of every month, file with the Registrar a certified list of all proofs, if any, received by him during the month next preceding, distinguishing in such lists the proofs admitted, those rejected, and such as stand over for further consideration; and, in the case of proofs admitted or rejected, he shall cause the proofs to be filed with the Registrar.

Proofs to be filed.
Form 66.

111. The Liquidator in a winding-up by the Court, including the Official Receiver when he is Liquidator, shall, within three days after receiving notice from a creditor of his intention to appeal against a decision rejecting a proof, file such proof with the Registrar, with a memorandum thereon of his disallowance thereof.

Procedure where creditor appeals.

112. Subject to the power of the Court to extend the time in a winding-up by the Court, the Official Receiver as Liquidator, not later than fourteen days from the latest date specified in the notice of his intention to declare a dividend as the time within which such proofs must be lodged, shall in writing either admit or reject wholly, or in part, every proof lodged with him, or require further evidence in support of it.

Time for dealing with proofs by Official Receiver.

113. Subject to the power of the Court to extend the time, the Liquidator in a winding-up by the Court, other than the Official Receiver, within twenty-eight days after receiving a proof, which has not previously been dealt with, shall in writing either admit or reject it wholly or in part, or require further evidence in support of it. Provided that where the Liquidator has given notice of his intention to declare a dividend, he shall within fourteen days after the date mentioned in the notice as the latest date up to which proofs must be lodged, examine, and in writing admit or reject, or require further evidence in support of, every proof which has not been already dealt with, and shall give notice of his decision, rejecting a proof wholly or in part, to the creditors affected thereby. Where a creditor's proof has been admitted the notice of dividend shall be a sufficient notification of the admission.

Time for dealing with proofs by Liquidator.

114. The Official Receiver shall in no case be personally liable for costs in relation to an appeal from his decision rejecting any proof wholly or in part.

Cost of appeals from decisions as to proofs.

GENERAL MEETINGS OF CREDITORS AND CONTRIBUTORIES IN RELATION TO A WINDING-UP BY THE COURT.

115. The meetings of creditors and contributories under section 152 of the Act (hereinafter referred to as the first meetings of creditors and contributories) shall be held within

First meetings of creditors and contributories.

twenty-one days, or if a Special Manager has been appointed then within one month after the date of the Winding-up Order or within such further time as the Court may approve. The dates of such meetings shall be fixed and they shall be summoned by the Official Receiver.

Notice of
first meet-
ings to Board
of Trade.

Summoning
of first
meetings.

Form of
notices of
first meetings.
Forms 21
and 22.

Notice of
first meetings
to officers of
company.
Form 23.

Summary of
statement of
affairs.

Liquidators
meetings of
creditors and
contribu-
tories.

Application
of rules as to
meetings.

116. The Official Receiver shall forthwith give notice of the days fixed by him for the first meetings of creditors and contributories to the Board of Trade, who shall gazette the same.

117. The first meetings of creditors and contributories shall be summoned as hereinafter provided.

118. The notices of first meetings of creditors and contributories may be in Forms 21 and 22 appended hereto, and the notices to creditors shall state a time within which the creditors must lodge their proofs in order to entitle them to vote at the first meeting.

119. The Official Receiver shall also give to each of the Directors and other Officers of the Company who in his opinion ought to attend the first meetings of creditors and contributories seven days' notice of the time and place appointed for each meeting. The notice may either be delivered personally or sent by prepaid post letter, as may be convenient. It shall be the duty of every Director or Officer who receives notice of such meeting to attend if so required by the Official Receiver.

120. The Official Receiver shall also, as soon as practicable, send to each creditor mentioned in the Company's Statement of Affairs, and to each person appearing from the Company's books or otherwise to be a contributory of the Company a summary of the Company's Statement of Affairs, including the causes of its failure, and any observations thereon which the Official Receiver may think fit to make. The proceedings at a meeting shall not be invalidated by reason of any summary or notice required by these Rules not having been sent or received before the meeting.

121. In addition to the first meetings of creditors and contributories and in addition also to meetings of creditors and contributories directed to be held by the Court under Section 219 of the Act (hereinafter referred to as Court meetings of creditors and contributories), the Liquidator may himself from time to time subject to the provisions of the Act and the control of the Court summon, hold and conduct meetings of the creditors or contributories (hereinafter referred to as Liquidator's meetings of creditors and contributories) for the purpose of ascertaining their wishes in all matters relating to the winding-up.

122. Except where and so far as the nature of the subject-matter or the context may otherwise require the succeeding Rules as to meetings hereinafter set out are intended to apply

to first meetings, Court meetings and Liquidator's meetings of creditors and contributories, but so nevertheless that the said Rules shall take effect as to first meetings subject and without prejudice to any express provisions of the Act and as to Court meetings subject and without prejudice to any express directions of the Court.

123. The Official Receiver or Liquidator shall summon all meetings of creditors and contributories by giving not less than seven days' notice of the time and place thereof in the London Gazette and in a local paper; and shall not less than seven days before the day appointed for the meeting send by post to every person appearing by the Company's books to be a creditor of the Company notice of the meeting of creditors, and to every person appearing by the Company's books or otherwise to be a contributory of the Company notice of the meeting of contributories.

Summoning
of meetings.

The notice to each creditor shall be sent to the address given in his proof, or if he has not proved to the address given in the Statement of Affairs of the Company, or to such other address as may be known to the person summoning the meeting. The notice to each contributory shall be sent to the address mentioned in the Company's books as the address of such contributory, or to such other address as may be known to the person summoning the meeting.

124. A certificate by the Official Receiver or other officer of the Court, or by the Clerk of any such person, or an affidavit by the Liquidator, or his solicitor, or the Clerk of either of such persons, that the notice of any meeting has been duly posted, shall be sufficient evidence of such notice having been duly sent to the person to whom the same was addressed.

Proof of
notice.
Forms 76 and
77.

125. The meetings shall be held at such place as is in the opinion of the Official Receiver or Liquidator most convenient for the majority of the creditors or contributories or both. Different times or places or both may if thought expedient be named for the meetings of creditors and for the meetings of contributories.

Place of
meetings.

126. The costs of summoning a meeting of creditors or contributories at the instance of any person other than the Official Receiver or Liquidator shall be paid by the person at whose instance it is summoned who shall before the meeting is summoned deposit with the Official Receiver or Liquidator (as the case may be) such sum as may be required by the Official Receiver or Liquidator as security for the payment of such costs. The costs of summoning such meeting of creditors or contributories, including all disbursements for printing, stationery, postage and the hire of room, shall be calculated at the following rate for each creditor or contributory to whom notice is required to be sent, namely, two shillings per creditor or contributory for the first 20 creditors or contributories, one shilling per creditor or contributory for the next 30

Costs of
calling meet-
ing.

creditors or contributories, sixpence per creditor or contributory for any number of creditors or contributories after the first 50. The said costs shall be repaid out of the assets of the Company if the Court shall by Order or if the creditors or contributories (as the case may be) shall by resolution so direct.

Chairman of
meeting.
Form 79.

127. Where a meeting is summoned by the Official Receiver or the Liquidator, he or someone nominated by him shall be Chairman of the meeting. At every other meeting of creditors and contributories the Chairman shall be such person as the meeting by resolution shall appoint.

Ordinary
resolution of
creditors and
contribu-
tories.

128. At a meeting of creditors a resolution shall be deemed to be passed when a majority in number and value of the creditors present personally or by proxy and voting on the resolution have voted in favour of the resolution, and at a meeting of the contributories a resolution shall be deemed to be passed when a majority in number and value of the contributories present personally or by proxy, and voting on the resolution, 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 regulations of the Company.

Copy of
resolution to
be filed.

129. The Official Receiver or as the case may be the Liquidator shall file with the Registrar a copy certified by him of every resolution of a meeting of creditors or contributories.

Non-recep-
tion of notice
by a creditor.

130. Where a meeting of creditors or contributories is summoned by notice the proceedings and resolutions at the meeting shall unless the Court otherwise orders be valid notwithstanding that some creditors or contributories may not have received the notice sent to them.

Adjourn-
ment.
Form 78.

131. The Chairman may with the consent of the meeting adjourn it 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.

Quorum.

132.—(1.) A meeting may 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 thereat at least three creditors entitled to vote or three contributories or all the creditors entitled to vote or all the contributories if the number of the creditors entitled to vote or the contributories as the case may be shall not exceed three.

(2.) If within half an hour from the time appointed for the meeting a quorum of creditors or contributories is not present or represented the meeting shall be adjourned to the same day in the following week at the same time and place or to such other day as the chairman may appoint not being less than seven or more than twenty-one days.

133. In the case of a first meeting of creditors or of an adjournment thereof a person shall not be entitled to vote as a creditor unless he has duly lodged with the Official Receiver not later than the time mentioned for that purpose in the notice convening the meeting or adjourned meeting a proof of the debt which he claims to be due to him from the Company. In the case of a Court meeting or Liquidator's meeting of creditors a person shall not be entitled to vote as a creditor unless he has lodged with the Official Receiver or Liquidator a proof of the debt which he claims to be due to him from the Company and such proof has been admitted wholly or in part before the date on which the meeting is held. Provided that this and the next four following rules shall not apply to a Court meeting of creditors held prior to the first meeting of creditors.

Creditors
entitled to
vote.

134. A creditor shall not vote in respect of any unliquidated or contingent debt, or any debt the value of which is not ascertained, nor shall a creditor vote 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 Receiving 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.

Cases in
which credit-
ors may not
vote.

135. For the purpose of voting, a secured creditor shall, unless he surrenders his security, state in his proof 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. If he 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.

Votes of
secured
creditors.

136. The Official Receiver or Liquidator may within twenty-eight days after a proof estimating the value of a security as aforesaid has been used in voting at a meeting require the creditor to give up the security for the benefit of the creditors generally on payment of the value so estimated with an addition thereto of twenty per cent. Provided that where a creditor has valued 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 said addition of twenty per cent. shall not be made if the security is required to be given up.

Creditor
required to
give up
security.

137. The Chairman shall have power to admit or reject a proof for the purpose of voting, but his decision shall be subject to appeal to the Court. If he is in doubt whether a proof 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.

Admission
and rejection
of proofs for
purpose of
voting.

Minutes of
meeting.

138. The Chairman shall cause Minutes of the proceedings at the meeting to be drawn up and fairly entered in a book kept for that purpose and the Minutes shall be signed by him or by the Chairman of the next ensuing meeting.

Proxies.

PROXIES IN RELATION TO A WINDING-UP BY THE COURT.

139. A creditor or a contributory may vote either in person or by proxy. The succeeding rules as to proxies shall not (unless otherwise directed by the Court) apply to a Court meeting of creditors or contributories prior to the first meeting.

Form of
proxies.

Forms 80
and 81.

140. Every instrument of proxy shall be in accordance with the form in the Appendix and every written part thereof shall be in the handwriting of the person giving the proxy or of any manager or clerk or other person in his regular employment or of a Commissioner to administer oaths in the Supreme Court.

Forms of
proxy to be
sent with
notices.

141. General and special forms of proxy shall be sent to the creditors and contributories with the notice summoning the meeting, and neither the name nor description of the Official Receiver or Liquidator or any other person shall be printed or inserted in the body of any instrument of proxy before it is so sent.

General
proxies to
managers or
clerks.

142. A creditor or a contributory may give a general proxy to his manager or clerk or any other person in his regular employment. In any such case the instrument of proxy shall state the relation in which the person to act thereunder stands to the creditor or contributory.

Special
proxies.

143. A creditor or a contributory may give a special proxy to any person to vote at any specified meeting or adjournment thereof:—

(a) for or against the appointment or continuance in office of any specified person as Liquidator or Member of the Committee of Inspection, and;

(b) on all questions relating to any matter other than those above referred to and arising at the meeting or an adjournment thereof.

Solicitation
by Liquidator
to obtain
proxies.

144. Where it appears to the satisfaction of the Court that any solicitation has been used by or on behalf of a Liquidator in obtaining proxies or in procuring his appointment as Liquidator except by the direction of a meeting of creditors or contributories, the Court if it thinks fit may order that no remuneration be allowed to the person by whom or on whose behalf the solicitation was exercised notwithstanding any resolution of the Committee of Inspection or of the creditors or contributories to the contrary.

Proxies to
Official
Receiver or
Liquidator.

145. A creditor or a contributory may appoint the Official Receiver or Liquidator to act as his general or special proxy.

Holder of
proxy not to
vote on
matter in
which he is
financially
interested.

146. No person acting either under a general or a special proxy shall vote in favour of any resolution which would directly or indirectly place himself, his partner or employer in a position to receive any remuneration out of the estate of the Company otherwise than as creditor rateably with the other

creditors of the Company. Provided that where any 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 said proxies and vote accordingly.

147.—(1.) A proxy intended to be used at the first meeting of creditors or contributories, or an adjournment thereof, shall be lodged with the Official Receiver not later than the time mentioned for that purpose in the notice convening the meeting or the adjourned meeting, which time shall be not earlier than twelve o'clock at noon of the day but one before, nor later than twelve o'clock at noon of the day before the day appointed for such meeting, unless the Court otherwise directs.

Proxies.
Forms 80 and
81.

(2.) In every other case a proxy shall be lodged with the Official Receiver or Liquidator not later than four o'clock in the afternoon of the day before the meeting or adjourned meeting at which it is to be used.

(3.) No person shall be appointed a general or special proxy who is a minor.

(4.) Where a Limited Company is a creditor, any person who is duly authorised under the seal of the creditor Company to act generally on behalf of the creditor Company at meetings of creditors and contributories and to appoint himself or any other person to be the creditor Company's proxy, may fill in and sign the form of proxy on the creditor Company's behalf and appoint himself to be the creditor Company's proxy, and a proxy so filled in and signed by such a person shall be received and dealt with as the proxy of the creditor Company.

148. Where an Official Receiver who holds any proxies cannot attend the meeting for which they are given, he may, in writing, depute some person under his official control to use the proxies on his behalf, and in such manner as he may direct.

Use of proxies
by deputy.

149. The proxy of a creditor blind or incapable of writing may be accepted, if such creditor has attached his signature or mark thereto in the presence of a witness, who shall add to his signature his description and residence; provided that all insertions in the proxy are in the handwriting of the witness, and such witness shall have certified at the foot of the proxy that all such insertions have been made by him at the request of the creditor and in his presence before he attached his signature or mark.

Filling in
where
creditor
blind or
incapable.

DIVIDENDS IN A WINDING-UP BY THE COURT.

150.—(1.) Not more than two months before declaring a dividend the Liquidator in a winding-up by the Court, shall give notice of his intention to do so to the Board of Trade in order that the same may be gazetted, and at the same time to such of the creditors mentioned in the statement of affairs as have not proved their debts. Such notice shall specify the latest date up to which proofs must be lodged, which shall not be less than fourteen days from the date of such notice.

Dividends to
creditors.
Form 67.

(2.) Where any creditor, after the date mentioned in the notice of intention to declare a dividend as the latest date up to which proofs may be lodged, appeals against the decision of the Liquidator rejecting a proof, notice of appeal shall, subject to the power of the Court to extend the time in special cases, be given within seven days from the date of the notice of the decision against which the appeal is made, and the Liquidator may in such case make provision for the dividend upon such proof, and the probable costs of such appeal in the event of the proof being admitted. Where no notice of appeal has been given within the time specified in this Rule, the Liquidator shall exclude all proofs which have been rejected from participation in the dividend.

Form 71.

(3.) Immediately after the expiration of the time fixed by this Rule for appealing against the decision of the Liquidator he shall proceed to declare a dividend, and shall give notice to the Board of Trade (in order that the same may be gazetted), and shall also send a notice of dividend to each creditor whose proof has been admitted.

(4.) If it becomes necessary, in the opinion of the Liquidator and the Committee of Inspection, to postpone the declaration of the dividend beyond the limit of two months, the Liquidator shall give a fresh notice of his intention to declare a dividend to the Board of Trade in order that the same may be gazetted; but it shall not be necessary for the Liquidator to give a fresh notice to such of the creditors mentioned in the statement of affairs as have not proved their debts. In all other respects the same procedure shall follow the fresh notice as would have followed the original notice.

Forms 68 and 69.

(5.) Upon the declaration of a dividend the Liquidator shall forthwith transmit to the Board of Trade a list of the proofs filed with the Registrar under Rule 110, which list shall be in the Form 68 or 69 in the Appendix as the case may be. If the winding-up is in a Court other than the High Court the list shall, on payment of the prescribed fee, be examined by the Registrar, with the proofs tendered for filing and if found correct shall be certified by the Registrar. If the winding-up is in the High Court the Liquidator shall, if so required by the Board of Trade, transmit to the Board of Trade, office copies of all lists of proofs filed by him up to the date of the declaration of the dividend.

Form 72.

(6.) Dividends may at the request and risk of the person to whom they are payable be transmitted to him by post.

(7.) If a person to whom dividends are payable desires that they shall be paid to some other person he may lodge with the Liquidator a document in the Form 72 which shall be a sufficient authority for payment of the dividend to the person therein named.

Return of capital to contributories.
Forms 73 and 74.

151. Every order by which the Liquidator in a winding-up by the Court is authorised to make a return to contributories

Winding-up Rules (England):—Rules 151-154. 95

of the Company, shall, unless the Court shall otherwise direct, contain or have appended thereto a Schedule or List (which the Liquidator shall prepare) setting out in a tabular form the full names and addresses of the persons to whom the return is to be paid, and the amount of money payable to each person, and particulars of the transfers of shares (if any) which have been made or the variations in the list of contributories which have arisen since the date of the settlement of the list of contributories. The Schedule or List shall be in the Form 74 with such variations as circumstances shall require.

ATTENDANCE AND APPEARANCE OF PARTIES.

152.—(1.) Every person for the time being on the list of contributories of the Company, and every person whose proof has been admitted shall be at liberty, at his own expense, to attend proceedings, and shall be entitled, upon payment of the costs occasioned thereby, to have notice of all such proceedings as he shall by written request desire to have notice of; but if the Court shall be of opinion that the attendance of any such person upon any proceedings has occasioned any additional costs which ought not to be borne by the funds of the Company, it may direct such costs, or a gross sum in lieu thereof, to be paid by such person; and such person shall not be entitled to attend any further proceedings until he has paid the same.

Attendance
at proceed-
ings.

(2.) The Court may from time to time appoint any one or more of the creditors or contributories to represent before the Court, at the expense of the Company, all or any class of the creditors or contributories, upon any question or in relation to any proceedings before the Court, and may remove the person so appointed. If more than one person is appointed under this Rule to represent one class, the persons appointed shall employ the same solicitor to represent them.

(3.) No creditor or contributory shall be entitled to attend any proceedings in Chambers unless and until he has entered in a book, to be kept by the Registrar for that purpose, his name and address, and the name and address of his solicitor (if any) and upon any change of his address or of his solicitor, his new address, and the name and address of his new solicitor.

153. Where the attendance of the Liquidator's solicitor is required on any proceeding in Court or Chambers, the Liquidator need not attend in person, except in cases where his presence is necessary in addition to that of his solicitor, or the Court directs him to attend.

Attendance of
Liquidator's
Solicitor.

LIQUIDATOR AND COMMITTEE OF INSPECTION IN A WINDING-UP
BY THE COURT.

154.—(1.) The remuneration of a Liquidator, unless the Court shall otherwise order, shall be fixed by the Committee of Inspection, and shall be in the nature of a commission or percentage of which one part shall be payable on the amount

Remunera-
tion of
Liquidator.

realised, after deducting the sums (if any) paid to secured creditors (other than debenture holders) out of the proceeds of their securities, and the other part on the amount distributed in dividend.

(2.) If the Board of Trade is of opinion that the remuneration of a Liquidator as fixed by the Committee of Inspection is unnecessarily large, the Board of Trade may apply to the Court, and thereupon the Court shall fix the amount of the remuneration of the Liquidator.

(3.) If there is no Committee of Inspection the remuneration of the Liquidator shall, unless the Court shall otherwise order, be fixed by the scale of fees and percentages for the time being payable on realisations and distributions by the Official Receiver as Liquidator.

Limit of
remunera-
tion.

155. Except as provided by the Act or the Rules, a Liquidator shall not under any circumstances whatever, make any arrangement for, or accept from any solicitor, auctioneer, or any other person connected with the Company of which he is Liquidator, or who is employed in or in connection with the winding-up of the Company, any gift, remuneration, or pecuniary or other consideration or benefit whatever beyond the remuneration to which under the Act and the Rules he is entitled as Liquidator, nor shall he make any arrangement for giving up, or give up any part of such remuneration to any such solicitor, auctioneer, or other person.

Dealings
with assets.

156. Neither the Liquidator nor any member of the Committee of Inspection of a Company shall, while acting as Liquidator or member of such Committee, except by leave of the Court, either directly or indirectly, by himself or any partner, clerk, agent, or servant, become purchaser of any part of the Company's assets. Any such purchase made contrary to the provisions of this Rule may be set aside by the Court on the application of the Board of Trade or any creditor or contributory, and the Court may make such order as to costs as the Court shall think fit.

Restriction
on purchase
of goods by
Liquidator.

157. Where the Liquidator carries on the business of the Company, he shall not, without the express sanction of the Court, purchase goods for the carrying on of such business from any person whose connection with the Liquidator is of such a nature as would result in the Liquidator obtaining any portion of the profit (if any) arising out of the transaction.

Committee of
Inspection
not to make
profit.

158. No member of a Committee of Inspection shall, except under and with the sanction of the Court, directly or indirectly, by himself or any employer, partner, clerk, agent, or servant, be entitled to derive any profit from any transaction arising out of the winding-up, or to receive out of the assets any payment for services rendered by him in connection with the administration of the assets, or for any goods supplied by him to the Liquidator for or on account of the Company. If it appears to the Board of Trade that any profit or payment has

been made contrary to the provisions of this Rule, they may disallow such payment or recover such profit, as the case may be, on the audit of the Liquidator's accounts.

159. In any case in which the sanction of the Court is obtained under the two last preceding Rules, the cost of obtaining such sanction shall be borne by the person in whose interest such sanction is obtained, and shall not be payable out of the Company's assets.

Costs of obtaining sanction of Court.

160. Where the sanction of the Court to a payment to a member of a Committee of Inspection for services rendered by him in connection with the administration of the Company's assets is obtained, the order of the Court shall specify the nature of the services, and such sanction shall only be given where the service performed is of a special nature. Except by the express sanction of the Court no remuneration shall, under any circumstances, be paid to a member of a Committee for services rendered by him in the discharge of the duties attaching to his office as a member of such Committee.

Sanction of payments to Committee.

161.—(1.) Where a Liquidator is appointed by the Court, and has notified his appointment to the Registrar of Joint Stock Companies, and given security to the Board of Trade, the Official Receiver shall forthwith put the Liquidator into possession of all property of the Company of which the Official Receiver may have custody; provided that such Liquidator shall have, before the assets are handed over to him by the Official Receiver, discharged any balance due to the Official Receiver on account of fees, costs, and charges properly incurred by him, and on account of any advances properly made by him in respect of the Company, together with interest on such advances at the rate of four pounds per centum per annum; and the Liquidator shall pay all fees, costs, and charges of the Official Receiver which may not have been discharged by the Liquidator before being put into possession of the property of the Company, and whether incurred before or after he has been put into such possession.

Discharge of costs before assets handed to Liquidator.

(2.) The Official Receiver shall be deemed to have a lien upon the Company's assets until such balance shall have been paid and the other liabilities shall have been discharged.

(3.) It shall be the duty of the Official Receiver, if so requested by the Liquidator, to communicate to the Liquidator all such information respecting the estate and affairs of the Company as may be necessary or conducive to the due discharge of the duties of the Liquidator.

162. A Liquidator who desires to resign his office shall summon separate meetings of the creditors and contributories of the Company to decide whether or not the resignation shall be accepted. If the creditors and contributories by ordinary resolutions both agree to accept the resignation of the Liquidator, he shall file with the Registrar a memorandum of his resignation, and shall send notice thereof to the Official

Resignation of Liquidator.

Receiver, and the resignation shall thereupon take effect. In any other case the Liquidator shall report to the Court the result of the meetings and shall send a report to the Official Receiver and thereupon the Court may, upon the application of the Liquidator or the Official Receiver, determine whether or not the resignation of the Liquidator shall be accepted, and may give such directions and make such orders as in the opinion of the Court shall be necessary.

Office of
Liquidator
vacated by
his insol-
vency.

163. If a Receiving Order in Bankruptcy is made against the Liquidator, he shall thereby vacate his office, and for the purposes of the application of the Act and Rules shall be deemed to have been removed.

PAYMENTS INTO AND OUT OF A BANK.

Payments
out of Bank
of England.

164. All payments out of the Companies Liquidation Account shall be made in such manner as the Board of Trade may from time to time direct.

Special Bank
account.
Forms 82 and
83.

165.—(1.) Where the Liquidator in a winding-up by the Court is authorised to have a special bank account, he shall forthwith pay all moneys received by him into that account to the credit of the Liquidator of the Company. All payments out shall be made by cheque payable to order, and every cheque shall have marked or written on the face of it the name of the Company, and shall be signed by the Liquidator, and shall be countersigned by at least one member of the Committee of Inspection, and by such other person, if any, as the Committee of Inspection may appoint.

(2.) Where application is made to the Board of Trade to authorise the Liquidator in a winding-up by the Court to make his payments into and out of a special bank account, the Board of Trade may grant such authorisation for such time and on such terms as they may think fit, and may at any time order the account to be closed if they are of opinion that the account is no longer required for the purposes mentioned in the application.

BOOKS.

Record Book.

166. The Official Receiver, until a Liquidator is appointed by the Court, and thereafter the Liquidator, shall keep a book to be called the "Record Book" in which he shall record all minutes, all proceedings had and resolutions passed at any meeting of creditors or contributories, or of the Committee of Inspection, and all such matters as may be necessary to give a correct view of his administration of the Company's affairs, but he shall not be bound to insert in the "Record Book" any document of a confidential nature (such as the opinion of counsel on any matter affecting the interest of the creditors or contributories), nor need he exhibit such document to any person other than a member of the Committee of Inspection, or the Official Receiver, or the Board of Trade.

167.—(1.) The Official Receiver, until a Liquidator is appointed by the Court, and thereafter the Liquidator, shall keep a book to be called the "Cash Book" (which shall be in such form as the Board of Trade may from time to time direct) in which he shall (subject to the provisions of the Rules as to trading accounts) enter from day to day the receipts and payments made by him. Cash Book.

(2.) The Liquidator shall submit the Record Book and Cash Book, together with any other requisite books and vouchers, to the Committee of Inspection (if any) when required, and not less than once every three months.

INVESTMENT OF FUNDS.

168.—(1.) Where the Committee of Inspection are of opinion that any part of the cash balance standing to the credit of the account of the Company should be invested, they shall sign a certificate and request, and the Liquidator shall transmit such certificate and request to the Board of Trade. Investment of assets in securities, and realisation of securities.
Forms 84 and 85.

(2.) Where the Committee of Inspection are of opinion that it is advisable to sell any of the securities in which the moneys of the Company's assets are invested they shall sign a certificate and request to that effect, and the Liquidator shall transmit such certificate and request to the Board of Trade.

(3.) Where in a winding-up by the Court in which there is no Committee of Inspection, or in a Voluntary Winding-up or winding-up under the supervision of the Court, a case has in the opinion of the Liquidator arisen under section 231 of the Act for an investment of funds of the Company or a sale of securities in which the Company's funds have been invested, the Liquidator shall sign and transmit to the Board of Trade a certificate of the facts on which his opinion is founded, and a request to the Board of Trade to make the investment mentioned in the certificate, and the Board of Trade may thereupon, if it thinks fit, invest or sell the whole or any part of the said funds or securities, as provided in the said section, and the said certificate and request shall be a sufficient authority to the Board of Trade for the said investment or sale.

ACCOUNTS AND AUDIT IN A WINDING-UP BY THE COURT.

169. The Committee of Inspection shall not less than once every three months audit the Liquidator's Cash Book and certify therein under their hands the day on which the said book was audited. Audit of Cash Book.
Form 86.

170.—(1.) The Liquidator shall, at the expiration of six months from the date of the winding-up order, and at the expiration of every succeeding six months thereafter until his release, transmit to the Board of Trade a copy of the Cash Book for such period in duplicate, together with the necessary vouchers and copies of the certificates of audit by the Committee of Inspection. He shall also forward with the first Board of Trade audit of Liquidator's accounts.

accounts a summary of the Company's statement of affairs, showing thereon in red ink the amounts realised, and explaining the cause of the non-realisation of such assets as may be unrealised. The Liquidator shall also at the end of every six months forward to the Board of Trade, with his Accounts, a report upon the position of the liquidation of the Company in such form as the Board of Trade may direct.

(2.) When the assets of the Company have been fully realised and distributed, the Liquidator shall forthwith send in his accounts to the Board of Trade, although the six months may not have expired.

(3.) The accounts sent in by the Liquidator shall be verified by him by affidavit.

Form 87.

Liquidator
carrying on
business.

Forms 88
and 88A.

Copy of
accounts to
be filed.

Summary of
accounts.

Affidavit of
no receipts.

Proceedings
on resigna-
tion, &c., of
Liquidator.

171.—(1.) Where the Liquidator carries on the business of the Company, he shall keep a distinct account of the trading, and shall incorporate in the Cash Book the total weekly amount of the receipts and payments on such trading account.

(2.) The trading account shall from time to time, and not less than once in every month, be verified by affidavit, and the Liquidator shall thereupon submit such account to the Committee of Inspection (if any), or such member thereof as may be appointed by the Committee for that purpose, who shall examine and certify the same.

172. When the Liquidators' account has been audited, the Board of Trade shall certify the fact upon the account, and thereupon the duplicate copy, bearing a like certificate, shall be filed with the Registrar.

173.—(1.) The Liquidator shall transmit to the Board of Trade with his accounts a summary of such accounts in such form as the Board of Trade may from time to time direct, and, on the approval of such summary by the Board of Trade, shall forthwith obtain, prepare, and transmit to the Board of Trade so many printed copies thereof, duly stamped for transmission by post, and addressed to the creditors and contributories, as may be required for transmitting such summary to each creditor and contributory.

(2.) The cost of printing and posting such copies shall be a charge upon the assets of the Company.

174. Where a Liquidator has not since the date of his appointment or since the last audit of his accounts, as the case may be, received or paid any sum of money on account of the assets of the Company, he shall, at the time when he is required to transmit his accounts to the Board of Trade, forward to the Board of Trade an affidavit of no receipts or payments.

175.—(1.) Upon a Liquidator resigning, or being released or removed from his office, he shall deliver over to the Official Receiver, or as the case may be, to the new Liquidator, all books kept by him, and all other books, documents, papers, and

accounts in his possession relating to the office of Liquidator. The release of a Liquidator shall not take effect unless and until he has delivered over to the Official Receiver, or as the case may be to the new Liquidator, all the books, papers, documents, and accounts which he is by this Rule required to deliver on his release.

(2.) The Board of Trade may, at any time during the progress of the liquidation, on the application of the Liquidator or the Official Receiver, direct that such of the books, papers, and documents of the Company or of the Liquidator as are no longer required for the purpose of the liquidation, may be sold, destroyed, or otherwise disposed of.

Disposal of books.

176. Where property forming part of a Company's assets is sold by the Liquidator through an auctioneer or other agent, the gross proceeds of the sale shall be paid over by such auctioneer or agent, and the charges and expenses connected with the sale shall afterwards be paid to such auctioneer or agent, on the production of the necessary certificate of the taxing officer. Every Liquidator by whom such auctioneer or agent is employed, shall, unless the Court otherwise orders, be accountable for the proceeds of every such sale.

Expenses of sales.

TAXATION OF COSTS.

177. Every solicitor, manager, accountant, auctioneer, broker or other person employed by an Official Receiver or Liquidator in a winding-up by the Court shall on request by the Official Receiver or Liquidator (to be made a sufficient time before the declaration of a dividend) deliver his bill of costs or charges to the Official Receiver or Liquidator for the purpose of taxation; and if he fails to do so within the time stated in the request, or such extended time as the Court may allow, the Liquidator shall declare and distribute the dividend without regard to such person's claim, and subject to any order of the Court the claim shall be forfeited. The request by the Official Receiver or Liquidator shall be in the Form No. 89.

Taxation of costs payable by or to Official Receiver or Liquidator or by Company.

178. Where a bill of costs or charges in any winding-up has been lodged with the Taxing Officer, he shall give notice of an appointment to tax the same, in a winding-up by the Court to the Official Receiver, and in every winding-up to the Liquidator, and to the person to or by whom the bill or charges is or are to be paid (as the case may be).

Form 89.

Notice of appointment.

179. The bill or charges, if incurred in a winding-up by the Court prior to the appointment of a Liquidator, shall be lodged with the Official Receiver, and if incurred after the appointment of a Liquidator, shall be lodged with the Liquidator. The Official Receiver or the Liquidator, as the case may be, shall lodge the bill or charges with the proper Taxing Officer.

Lodgment of Bill.

180. Every person whose bill or charges in a winding-up by the Court is or are to be taxed shall, on application either of the Official Receiver or the Liquidator, furnish a copy of his

Copy of the Bill to be furnished.

bill or charges so to be taxed, on payment at the rate of 4d. per folio, which payment shall be charged on the assets of the Company. The Official Receiver shall call the attention of the Liquidator to any items which, in his opinion, ought to be disallowed or reduced, and may attend or be represented on the taxation.

Applications
for costs.

181. Where any party to, or person affected by, any proceeding desires to make an application for an order that he be allowed his costs, or any part of them, incident to such proceeding, and such application is not made at the time of the proceeding:—

- (1.) Such party or person shall serve notice of his intended application on the Official Receiver in a winding-up by the Court and in every winding-up on the Liquidator.
- (2.) The Official Receiver (if any) and Liquidator may appear on such application and object thereto.
- (3.) No costs of or incident to such application shall be allowed to the applicant, unless the Court is satisfied that the application could not have been made at the time of the proceeding.

Certificate of
taxation.
Form 90.

182. Upon the taxation of any bill of costs, charges, or expenses being completed, the Taxing Officer shall issue to the person presenting such bill for taxation his allowance or certificate of taxation. The bill of costs, charges, and expenses, together with the allowance or certificate, shall be filed with the Registrar.

Certificate of
employment.

183. Where the bill or charges of any solicitor, manager, accountant, auctioneer, broker, or other person employed by an Official Receiver or Liquidator, is or are payable out of the assets of the Company, a certificate in writing, signed by the Official Receiver or Liquidator, as the case may be, shall on the taxation be produced to the Taxing Officer setting forth whether any, and if so what, special terms of remuneration have been agreed to, and in the case of the bill of costs of a solicitor, a copy of the resolution or other authority sanctioning the employment.

Scale of costs
in a County
Court, and
taxation.

184. In a County Court all costs properly incurred in a winding-up by the Court shall be allowed on the Lower Scale in Appendix N. to the Rules of the Supreme Court, and costs shall be taxed by the Registrar in person.

Review of
taxation at
instance of
Board of
Trade.

185.—(1.) Where any bill of costs, charges, fees or disbursements which are payable out of the assets of the Company to any solicitor, manager, accountant, auctioneer, broker or other person has been taxed by a Registrar of a Court other than the High Court, the Board of Trade may require the taxation to be reviewed by the Taxing Officer of the High Court.

(2.) In any case in which the Board of Trade require such a review of taxation as is above mentioned they shall give notice to the person whose bill has been taxed, and shall apply to the Taxing Officer of the High Court to appoint a time for the review of such taxation and thereupon such Taxing Officer shall appoint a time for the review of, and shall review, such taxation and certify the result thereof. The Board of Trade shall give to the person whose bill of costs is to be reviewed notice of the time appointed for the review.

(3.) Where any such review of taxation as is above mentioned is required to be made by the Taxing Officer of the High Court, the Registrar whose taxation is to be reviewed shall forward to the said Taxing Officer the bill which is required to be reviewed.

(4.) The Board of Trade may appear upon the review of the taxation; and if, upon the review of the taxation, the bill is allowed at a lower sum than the sum allowed on the original taxation, the amount disallowed shall (if the bill has been paid) be repaid to the Official Receiver or the Liquidator, or other person entitled thereto. The certificate of the Taxing Officer shall in every case of a review by him under this Rule be a sufficient authority to entitle the person to whom the amount disallowed ought to be repaid to demand such amount from the person liable to repay the same.

(5.) The costs of and incidental to the review shall be paid out of the assets of the Company or otherwise as the Taxing Officer or the Court may direct; provided that the cost of the attendance of a principal shall not be allowed if in the opinion of the Taxing Officer he could have been sufficiently represented by his London agent.

COSTS AND EXPENSES PAYABLE OUT OF THE ASSETS OF THE COMPANY.

186.—(1.) Where a Liquidator or Special Manager in a winding-up by the Court receives remuneration for his services as such, no payment shall be allowed on his accounts in respect of the performance by any other person of the ordinary duties which are required by statute or Rules to be performed by himself.

Liquidator's charges.

(2.) Where a Liquidator is a solicitor he may contract that the remuneration for his services as Liquidator shall include all professional services.

187.—(1.) The assets of a Company in a winding-up by the Court, remaining after payment of the fees and actual expenses incurred in realising or getting in the assets, shall, subject to any order of the Court, and, as regards a winding-up to which the provisions of the Stannaries Act, 1887,* apply, subject to

Costs payable out of the assets.

* 50 & 51 Vict. c. 43.

that Act as modified by the Act, be liable to the following payments, which shall be made in the following order of priority, namely:—

First.—The taxed costs of the petition, including the taxed costs of any person appearing on the petition whose costs are allowed by the Court.

Next.—The remuneration of the special manager (if any).

Next.—The costs and expenses of any person who makes or concurs in making, the Company's statement of affairs.

Next.—The taxed charges of any shorthand writer appointed to take an examination. Provided that where the shorthand writer is appointed at the instance of the Official Receiver the cost of the shorthand notes shall be deemed to be an expense incurred by the Official Receiver in getting in and realising the assets of the Company.

Next.—The Liquidator's necessary disbursements, other than actual expenses of realisation heretofore provided for.

Next.—The costs of any person properly employed by the Liquidator.

Next.—The remuneration of the Liquidator.

Next.—The actual out-of-pocket expenses necessarily incurred by the Committee of Inspection, subject to the approval of the Board of Trade.

Costs.

(2.) No payments in respect of bills or charges of solicitors, managers, accountants, auctioneers, brokers, or other persons, other than payments for costs and expenses incurred and sanctioned under Rule 54, and payments of bills which have been taxed and allowed under orders made for the taxation thereof, shall be allowed out of the assets of the Company without proof that the same have been considered and allowed by the Registrar. The Taxing Officer shall satisfy himself before passing such bills or charges that the employment of the solicitor or other person in respect of the matters mentioned in the bills or charges has been duly sanctioned. Provided that the Official Receiver when acting as Liquidator may without taxation pay and allow the costs and charges of any person other than a Solicitor employed by him where such costs and charges are within the scale usually allowed by the Court and do not exceed the sum of £2: provided always that the Board of Trade may require such costs or charges to be taxed by the Taxing Officer.

(3.) Nothing contained in this Rule shall apply to or affect costs which, in the course of legal proceedings by or against a Company which is being wound up by the Court, are ordered

by the Court in which such proceedings are pending or a Judge thereof to be paid by the Company or the Liquidator, or the rights of the person to whom such costs are payable.

STATEMENTS BY LIQUIDATOR TO THE REGISTRAR OF JOINT STOCK COMPANIES.

188. The winding-up of a Company shall, for the purposes of section 224 of the Act, be deemed to be concluded:—

Conclusion of winding-up.

(a.) In the case of a Company wound up by order of the Court, at the date on which the order dissolving the Company has been reported by the Liquidator to the Registrar of Companies, or at the date of the order of the Board of Trade releasing the Liquidator pursuant to section 157 of the Act.

(b.) In the case of a Company wound up voluntarily, or under the supervision of the Court, at the date of the dissolution of the Company, unless at such date any funds or assets of the Company remain unclaimed or undistributed in the hands or under the control of the Liquidator, or any person who has acted as Liquidator, in which case the winding-up shall not be deemed to be concluded, until such funds or assets have either been distributed or paid into the Companies Liquidation Account at the Bank of England.

189. The statements with respect to the proceedings in and position of a liquidation of a Company, the winding-up of which is not concluded within a year after its commencement, shall be sent to the Registrar of Companies twice in every year as follows:—

Times for sending Liquidator's statements, and regulations applicable thereto

(1.) The first statement commencing at the date when a Liquidator was first appointed and brought down to the end of twelve months from the commencement of the winding-up, shall be sent within 30 days from the expiration of such twelve months, or within such extended period as the Board of Trade may sanction, and the subsequent statements shall be sent at intervals of half a year, each statement being brought down to the end of the half year for which it is sent.

(2.) Subject to the next succeeding Rule, Form No. 92, with such variations as circumstances may require, shall be used, and the directions specified in the Form shall (unless the Board of Trade otherwise direct) be observed in reference to every statement.

Form 92.

(3.) Every statement shall be sent in duplicate, and shall be verified by an affidavit in the Form No. 93, with such variations as circumstances may require.

Form 93.

Affidavit of
no receipts or
payments.

Forms 92
and 93.

190. Where a Liquidator has not during any period for which a statement has to be sent received or paid any money on account of the Company, he shall at the period when he is required to transmit his statement, send to the Registrar of Companies the prescribed statement in the Form No. 92, in duplicate, containing the particulars therein required with respect to the proceedings in and position of the Liquidation, and with such statement shall also send an affidavit of no receipts or payments in the Form No. 93.

UNCLAIMED FUNDS AND UNDISTRIBUTED ASSETS IN THE HANDS OF A LIQUIDATOR.

Payment of
undistributed
and un-
claimed
money into
Companies
Liquidation
Account.

191.—(1.) All money in the hands or under the control of a Liquidator of a Company representing unclaimed dividends, which for six months from the date when the dividend became payable have remained in the hands or under the control of the Liquidator, shall forthwith, on the expiration of the six months, be paid into the Companies Liquidation Account.

(2.) All other money in the hands or under the control of a Liquidator of a Company, representing unclaimed or undistributed assets, which under sub-section 4 of Section 224 of the Act, the Liquidator is to pay into the Companies Liquidation Account, shall be ascertained as on the date to which the statement of receipts and payments sent in to the Registrar of Companies is brought down, and the amount to be paid to the Companies Liquidation Account shall be the minimum balance of such money which the Liquidator has had in his hands or under his control during the six months immediately preceding the date to which the statement is brought down, less such part (if any) thereof as the Board of Trade may authorise him to retain for the immediate purposes of the liquidation. Such amount shall be paid into the Companies Liquidation Account within fourteen days from the date to which the statement of account is brought down.

(3.) Notwithstanding anything in this Rule, any moneys representing unclaimed or undistributed assets or dividends in the hands of the Liquidator at the date of the dissolution of the Company shall forthwith be paid by him into the Companies Liquidation Account.

(4.) A Liquidator whose duty it is to pay into the Companies Liquidation Account at the Bank of England, money representing unclaimed or undistributed assets of the Company shall apply in such manner as the Board of Trade shall direct to the Board of Trade for a paying-in order, which paying-in order shall be an authority to the Bank of England to receive the payment.

(5.) Money at the credit of the account of the Official Liquidator of a Company with the Bank of England shall be deemed to be money under the control of such Official Liquidator, and when such money has remained unclaimed or undistributed for

six months after the date of receipt it shall be transferred to the Companies Liquidation Account, and the Official Liquidator and Master of the Chancery Division of the High Court attached to the Judge in whose chambers the winding-up is proceeding shall draw and sign such cheques or orders as may be necessary for the transfer of the money. An application to the Board of Trade for payment out of moneys so transferred shall be signed by the official Liquidator and counter-signed by the said Master.

(6.) Money invested or deposited at interest by a Liquidator shall be deemed to be money under his control, and when such money forms part of the minimum balance payable into the Companies Liquidation Account pursuant to clause (2) of this Rule, the Liquidator shall realise the investment or withdraw the deposit, and shall pay the proceeds into the Companies Liquidation Account, provided that where the money is invested in Government securities, such securities may, with the permission of the Board of Trade, be transferred to the control of the Board of Trade instead of being forthwith realised and the proceeds thereof paid into the Companies Liquidation Account. In the latter case, if and when the money represented by the securities is required wholly or in part for the purposes of the Liquidation, the Board of Trade may realise the securities wholly or in part and pay the proceeds of realisation into the Companies Liquidation Account and deal with the same in the same way as other monies paid into the said Account may be dealt with.

192. Every person who has acted as Liquidator of any Company, whether the liquidation has been concluded or not, shall furnish to the Board of Trade particulars of any money in his hands or under his control representing unclaimed or undistributed assets of the Company and such other particulars as the Board of Trade may require for the purpose of ascertaining or getting in any money payable into the Companies Liquidation Account at the Bank of England. The Board of Trade may require such particulars to be verified by affidavit.

Liquidator to furnish information to Board of Trade.
Form 97.

193.—(1.) The Board of Trade may at any time order any such person to submit to them an account verified by affidavit of the sums received and paid by him as Liquidator of the Company and may direct and enforce an audit of the account.

Board of Trade may call for verified accounts.

(2.) For the purposes of section 224 of the Act, and the Rules, the Court shall have, and, at the instance of the Board of Trade, may exercise all the powers conferred by the Bankruptcy Act, 1883,* with respect to the discovery and realisation of the property of a debtor, and the provisions of Part I. of that Act with respect thereto shall, with any necessary modification, apply to proceedings under section 224 of the Act.

Forms 92 and 93.

* 46 & 47 Vict. c. 52.

Application
to the Court
for enforcing
an account,
and getting
in money.

194. An application by the Board of Trade for the purpose of ascertaining and getting in money payable into the Bank of England pursuant to section 224 of the Act, shall be made by motion, and where the winding-up is by or under the supervision of the Court shall be made to and dealt with by the Judge, and in a voluntary winding-up shall be made to and dealt with by the Judge of the High Court.

Application
for payment
out by person
entitled.

195. An application by a person claiming to be entitled to any money paid into the Bank of England in pursuance of section 224 of the Act, shall be made in such form and manner as the Board of Trade may from time to time direct, and shall, unless the Board of Trade otherwise directs, be accompanied by the certificate of the Liquidator that the person claiming is entitled and such further evidence as the Board of Trade may direct.

Application
by Liquidator
for payment
out.

196. A Liquidator who requires to make payments out of money paid into the Bank of England in pursuance of section 224 of the Act, either by way of distribution or in respect of the cost and expenses of the proceedings, shall apply in such form and manner as the Board of Trade may direct, and the Board of Trade may thereupon either make an order for payment to the Liquidator of the sum required by him for the purposes aforesaid, or may direct cheques to be issued to the Liquidator for transmission to the persons to whom the payments are to be made.

RELEASE OF LIQUIDATOR IN A WINDING-UP BY THE COURT.

Proceedings
for release of
Liquidator.

Forms 98, 99,
and 100.

197.—(1.) A Liquidator in a winding-up by the Court before making application to the Board of Trade for his release, shall give notice of his intention so to do to all the creditors who have proved their debts, and to all the contributories, and shall send with the notice a summary of his receipts and payments as Liquidator.

(2.) When the Board of Trade have granted to a Liquidator his release, a notice of the order granting the release shall be gazetted. The Liquidator shall provide the requisite stamp fee for the *Gazette*, which he may charge against the Company's assets.

OFFICIAL RECEIVERS AND BOARD OF TRADE.

Appoint-
ment.

198.—(1.) Judicial notice shall be taken of the appointment of the Official Receivers appointed by the Board of Trade.

(2.) When the Board of Trade appoints any officer to act as deputy for or in the place of an Official Receiver, notice thereof shall be given by letter to the Court to which such Official Receiver is or was attached. The letter shall specify the duration of such acting appointment.

(3.) Any person so appointed shall, during his tenure of office, have all the status, rights, and powers, and be subject to all the liabilities of an Official Receiver.

199. Where an Official Receiver is removed from his office by the Board of Trade, notice of the order removing him shall be communicated by letter to the Court to which the Official Receiver was attached. Removal.

200. The Board of Trade may, by general or special directions determine what acts or duties of the Official Receiver in relation to the winding-up of Companies are to be performed by him in person, and in what cases he may discharge his functions through the agency of his clerks or other persons in his regular employ, or under his official control. Personal performance of duties.

201. An assistant Official Receiver, appointed by the Board of Trade, shall be an officer of the Court, like the Official Receiver to whom he is assistant, and subject to the directions of the Board of Trade, he may represent the Official Receiver in all proceedings in Court, or in any administrative or other matter. Judicial notice shall be taken of the appointment of an assistant Official Receiver, and he may be removed in the same manner as is provided in the case of an Official Receiver. Assistant Official Receivers.

202. In the absence of the Official Receiver any Officer of the Board of Trade duly authorised for the purpose by the Board of Trade, and any clerk of the Official Receiver duly authorised by him in writing, may by leave of the Court act on behalf of the Official Receiver, and take part for him in any public or other examination and in any unopposed application to the Court. Power of Officers of Board of Trade and Official Receivers' clerks in certain cases to act for Official Receivers.

203. Where a Company against which a winding-up order has been made has no available assets, the Official Receiver shall not be required to incur any expense in relation to the winding-up without the express directions of the Board of Trade. Duties where no assets.

204.—(1.) Where a Liquidator is appointed by the Court in a winding-up by the Court, the Official Receiver shall account to the Liquidator. Accounting by Official Receiver.

(2.) If the Liquidator is dissatisfied with the account or any part thereof, he may report the matter to the Board of Trade, who shall take such action (if any) thereon as it may deem expedient.

(3.) The provisions of these Rules as to Liquidators and their accounts shall not apply to the Official Receiver when he is Liquidator, but he shall account in such manner as the Board of Trade may from time to time direct.

Official Receiver to act for Board of Trade where no committee of inspection.

205. Where there is no Committee of Inspection any functions of the Committee of Inspection which devolve on the Board of Trade may, subject to the directions of the Board, be exercised by the Official Receiver.

Appeals from Board of Trade and Official Receiver.

206. An Appeal in the High Court against a decision of the Board of Trade, or an Appeal to the Court from an act or decision of the Official Receiver acting otherwise than as Liquidator of a Company, shall be brought within twenty-one days from the time when the decision or act appealed against is done, pronounced, or made.

Applications under s. 159 (2) of the Act.

207.—(1.) An application by the Board of Trade to the Court to examine on oath the Liquidator or any other person pursuant to section 159 of the Act, shall be made *ex parte*, and shall be supported by a report to the Court filed with the Registrar, stating the circumstances in which the application is made.

(2.) The report may be signed by any person duly authorised to sign documents on behalf of the Board of Trade; and shall for the purposes of such application be *prima facie* evidence of the statements therein contained.

BOOKS TO BE KEPT, AND RETURNS MADE, BY OFFICERS OF COURTS.

Books to be kept by Officers of Courts.
Forms 101 and 102.

208.—(1.) In the High Court the Registrar and in the District Registries of the High Court at Liverpool and Manchester respectively the District Registrars of the High Court, and in a Court other than the High Court, the Registrar shall keep books according to the Forms in the Appendix, and the particulars given under the different heads in such books shall be entered forthwith after each proceeding has been concluded.

(2.) The Officers of the Courts whose duty it is to keep the books prescribed by these Rules shall make and transmit to the Board of Trade such extracts from their books, and shall furnish the Board of Trade with such information and returns as the Board of Trade may from time to time require.

GAZETTING IN A WINDING-UP BY THE COURT.

Gazetting Notices.
Form 103.

209.—(1.) All notices subsequent to the making by the Court of a winding-up order in pursuance of the Act or the Rules requiring publication in the *London Gazette* shall be gazetted by the Board of Trade.

(2.) Where any winding-up order is amended, and also in any case in which any matter which has been gazetted has been amended or altered, or in which a matter has been wrongly or inaccurately gazetted, the Board of Trade shall re-gazette such order or matter with the necessary amendments and alterations in the prescribed form, at the expense of the Company's assets, or otherwise as the Board of Trade may direct.

210.—(1.) Whenever the *London Gazette* contains any advertisement relating to any winding-up proceedings the Official Receiver or Liquidator as the case may be shall file with the proceedings a memorandum referring to and giving the date of the advertisement.

Filing
Memorandum
of *Gazette*
notices.
Form 104.

(2.) In the case of an advertisement in a local paper, the Official Receiver or Liquidator as the case may be shall keep a copy of the paper, and a memorandum referring to and giving the date of the advertisement shall be placed on the file.

(3.) For this purpose one copy of each local paper in which any advertisement relating to any winding-up proceeding in the Court is inserted, shall be left with the Official Receiver or Liquidator as the case may be by the person who inserts the advertisement.

(4.) A memorandum under this Rule shall be *prima facie* evidence that the advertisement to which it refers was duly inserted in the issue of the *Gazette* or newspaper mentioned in it.

ARRESTS AND COMMITMENTS.

211. A Warrant of Arrest, or any other Warrant issued under the provisions of the Act and Rules, may be addressed to such Officer of the Court, or to such High Bailiff or Officer of any County Court, whether such County Court has jurisdiction to wind up a Company or not, as the Court may in each case direct.

To whom
warrants may
be addressed.

212. Where the Court issues a Warrant for the arrest of a person under any of the provisions of the Act or Rules, the prison (to be named in the Warrant of Arrest) to which the person shall be committed shall, unless the Court shall otherwise order, be the prison used by the Court in cases of Orders of Commitment made in the exercise by the Court of its ordinary jurisdiction.

Prison to
which person
arrested on
Warrant is to
be taken.

213. Where a Warrant for the Arrest of a person has been issued by a Court other than the High Court under any of the provisions of the Act and Rules, the High Bailiff of the Court, or other Officer of the Court to whom the Warrant is addressed, may send the Warrant of Arrest to the Registrar of any other Court (other than the High Court) within the ordinary jurisdiction or district of which such person shall then be or be believed to be, with a Warrant annexed thereto under the hand of the High Bailiff or Officer and Seal of the Court from which the Warrant originally issued, requiring execution of the Warrant by the Court to which it is so sent; and the Registrar of the last-mentioned Court shall seal or stamp the Warrant with the Seal of his Court, and issue the same to the High Bailiff or other proper Officer of his Court, with an endorsement thereon in the Form 106; and thereupon such last-mentioned High Bailiff or Officer may, and shall in all respects execute the said Warrant according to the requirements

Execution of
Warrants of
Arrest out-
side ordinary
jurisdiction
of Court.
Forms 105
and 106.

thereof, and all Constables and Peace Officers shall aid and assist within their respective districts in the execution of such Warrant.

Prison to which a person arrested is to be conveyed, and production and custody of persons arrested.

214.—(1.) Where a person is arrested under a Warrant of Commitment issued under any of the provisions of the Act and Rules, other than sections 174 and 176 of the Act, and Rule 66 of the Rules, he shall be forthwith conveyed in custody of the Bailiff or Officer apprehending him to the prison of the Court within the ordinary jurisdiction of which he is apprehended, and kept therein for the time mentioned in the Warrant of Commitment, unless sooner discharged by the Order of the Court which originally issued the Warrant of Commitment, or otherwise by law.

(2.) Where a person is arrested under a Warrant, issued under section 174 or section 176 of the Act, or under Rule 66 of the Rules, he shall be forthwith conveyed in custody of the Bailiff or Officer apprehending him to the prison of the Court within the ordinary jurisdiction of which he is apprehended; and the Governor or Keeper of such prison shall produce such person before the Court as it may from time to time direct, and shall safely keep him until such time as the Court shall otherwise order, or such person shall be otherwise discharged by law. Provided that where any such person is conveyed to a prison other than the prison used by the Court which originally issued the Warrant in cases of Orders of Commitment made by such Court in the exercise of its ordinary jurisdiction, the Court may by Order direct such person to be transferred to such last mentioned prison; and on receipt of such Order the Governor or Keeper of the prison to which such person has been conveyed, shall cause such person to be conveyed in proper custody to the prison mentioned in such Order, and the Governor or Keeper of such last mentioned prison shall, on production of such Order and of the Warrant of Arrest, receive such person, and shall produce him before the Court, as it may from time to time direct, and shall safely keep him until such time as the Court shall otherwise order, or such person shall be otherwise discharged by law.

MISCELLANEOUS MATTERS.

Board of Trade orders.

215. The Board of Trade may from time to time issue general orders or regulations for the purpose of regulating any matters under the Act or the Rules which are of an administrative and not of a judicial character. Judicial notice shall be taken of any general orders or regulations which are printed by the King's printers, and purport to be issued under the authority of the Board of Trade.

Enlargement or abridgment of time.

216. The Court may, in any case in which it shall see fit, extend or abridge the time appointed by the Rules or fixed by any order of the Court for doing any act or taking any proceeding.

217.—(1.) No proceedings under the Act or the Rules shall be invalidated by any formal defect or by any irregularity, unless the Court before which an objection is made to the proceeding is of opinion that substantial injustice has been caused by the defect or irregularity, and that the injustice cannot be remedied by any order of that Court.

Formal defect not to invalidate proceedings.

(2.) No defect or irregularity in the appointment or election of a Receiver, Liquidator, or member of a Committee of Inspection shall vitiate any act done by him in good faith.

218. In all proceedings in or before the Court, or any Judge Registrar or Officer thereof, or over which the Court has jurisdiction under the Act and Rules, where no other provision is made by the Act or Rules, the practice procedure and regulations shall unless the Court otherwise in any special case directs, in the High Court be in accordance with the Rules of the Supreme Court and practice of the High Court, and in a Palatine Court and County Court in accordance, as far as practicable, with the existing Rules and practice of the Court in proceedings for the administration of assets by the Court.

Application of existing procedure.

219. The provisions of Rule 2 of the Rules of the Supreme Court, 1887,* relating to petitions in the District Registries of Liverpool and Manchester, shall apply to petitions presented in those Registries under the Act and Rules.

Petitions in Liverpool and Manchester District Registries.

220. The Companies (Winding-up) Rules, 1903,† and the forms thereby prescribed are hereby revoked and annulled, provided that such revocation and annulment shall not prejudice or affect anything done or suffered before the date on which these rules come into operation under any Rule or Order which is hereby revoked and annulled and that no rule or practice which was annulled or repealed by the said Rules and Orders shall be revived by reason of the revocation and annulment hereby effected.

Annulment.

221. These Rules may be cited as the Companies (Winding-up) Rules, 1909. They shall come into operation on the 1st day of April, 1909.

Short title and commencement.

Loreburn, C.

I concur,

Winston S. Churchill.

President of the Board of Trade.

The 29th day of March, 1909.

* Rules of the Supreme Court, May, 1887, printed St. R. & O. Rev. (1st Edit.), Vol. 7, p. 333.

† Printed St. R. & O. Rev., 1904, "Company, E.," p. 20.

APPENDIX.

FORMS.

No. 1. (Rule 11.)

General Title (High Court.)

In the High Court of Justice
Companies Winding up

No. of 19

Mr. Justice

In the matter of the Companies (Consolidation) Act, 1908,
and

In the matter of (a)

Limited.

(a) Insert
full name of
Company.

No. 2. (Rule 11.)

General Title (County Court.)

In the County Court of
holden at

In the matter of the Companies (Consolidation) Act, 1908,
and

In the matter of (a)

Limited.

(a) Insert
full name of
Company

No. 3. (Rule 8.)

FORM OF SUMMONS (GENERAL).

(Title.)

(a) Name of
Respondent.

Let (a)
attend at

on
190 , at

the
o'clock in the

day of
noon on the hearing of an

(b) Name and
description of
applicant.

application of (b)

(c) State object
of application.

for an order that (c)

Dated the

day of

, 19 .

This summons was taken out by
of
Solicitors for
To

NOTE.—If you do not attend, either in person or by your solicitor, at the
time and place above-mentioned, such order will be made, and proceedings
taken, as the Judge (or Registrar) may think just and expedient.

No. 4. (Rule 25.)

PETITION.

(Title.)

To (a)

The humble petition of (b)

showeth as follows :—

(a) Insert title of Court.

(b) Insert full name, title, &c., of petitioner.

1. The Company, Limited (hereinafter called the company), was in the month of , incorporated under the Companies Acts.

2. The registered office of the company is at (c)

(c) State the full address of the registered office so as sufficiently to show the district in which it is situate.

3. The nominal capital of the company is £ , divided into shares of £ each. The amount of the capital paid up or credited as paid up is £ .

4. The objects for which the company was established are as follows :—

To

and other objects set forth in the memorandum of association thereof.

[Here set out in paragraphs the facts on which the petitioner relies, and conclude as follows] :—

Your petitioner therefore humbly prays as follows :—

(1.) That the Company, Limited, may be wound up by the Court under the provisions of the Companies (Consolidation) Act, 1908.

(2.) Or that such other order may be made in the premises as shall be just.

NOTE.—(f) It is intended to serve this petition on

(f) This note will be unnecessary if the Company is petitioner.

No. 5. (Rule 25.)

PETITION BY UNPAID CREDITOR ON SIMPLE CONTRACT.

(Title.)

Paragraphs 1, 2, 3, and 4 as in No. 4.

5. The company is indebted to your petitioner in the sum of £ for (a)

6. Your petitioner has made application to the company for payment of his debt, but the company has failed and neglected to pay the same or any part thereof.

(a) State consideration for the debt, with particulars so as to establish that the debt claimed is due.

7. The company is [insolvent and] unable to pay its debts.

8. In the circumstances it is just and equitable that the company should be wound up.

Your petitioner, therefore, &c. [as in No. 4].

No. 6. (Rule 27.)

ADVERTISEMENT OF PETITION.

(Title.)

(a) If the winding up is to be subject to supervision, insert instead of "by" the words "subject to the supervision of"

Notice is hereby given that a petition for the winding up of the above named company by (a) the High Court of Justice [or the county court of holden at _____] [or, as the case may be], was, on the _____ day of _____, presented to the said Court by the said company [or, as the case may be]. And that the said petition is directed to be heard before the Court sitting at _____ on the _____ day of _____, 19____.

(b) In the county court add "his solicitor or"

company desirous to support or oppose the making of an order on the said petition may appear at the time of hearing by himself or (b) his counsel for that purpose; and a copy of the petition will be furnished to any creditor or contributory of the said company requiring the same by the undersigned on payment of the regulated charge for the same.

(c) To be signed by the solicitor to the petitioner or by the petitioner if he has no solicitor.

Signed (c) [Name]
[Address]

NOTE.—Any person who intends to appear on the hearing of the said petition must serve on or send by post to the above-named, notice in writing of his intention so to do. The notice must state the name and address of the person, or, if a firm, the name and address of the firm, and must be signed by the person or firm, or his or their solicitor (if any), and must be served, or if posted, must be sent by post in sufficient time to reach the above-named not later than six o'clock in the afternoon of the _____ of _____, 19____.

No. 7. (Rule 28.)

AFFIDAVIT OF SERVICE OF PETITION ON MEMBERS, OFFICERS, OR SERVANTS.

(Title.)

In the matter of a petition dated _____

I, _____, of _____, make oath and say:—

1. [In the case of service of petition on a company by leaving it with a member, officer, or servant at the registered office, or if no registered office at the principal or last known principal place of business of the company.]

That I did on _____ day, the _____ day of _____, 19____, serve the above-named company with the above-mentioned petition by delivering to and leaving with [name and description] a member (or officer) (or servant) of the said company a copy of the above-mentioned petition, duly sealed with the seal of the Court, at [office or place of business as aforesaid], before the hour of _____ in the _____ noon.

2. [In the case of no member, officer, or servant of the company being found at the registered office or place of business.]

That I did on _____ day, the _____ day of _____, 19____, having failed to find any member, officer, or servant of the above-named company at [here state registered office or place of business], leave there a copy of the above-mentioned petition, duly sealed with the seal of the Court, before the hour of _____ in the _____ noon [add with whom such sealed copy was left, or where, e.g.: affixed to door of offices, or placed in letter box, or otherwise.]

3. [*In the case of directions by the Court as to the member or members of the company to be served.*]

That I did on day, the day of 19 , serve
[*name or names and description*] with a copy of the above-mentioned
petition, duly sealed with the seal of the Court, by delivering the same
personally to the said , at [*place*] before the hour of
in the noon.

4. The said petition is now produced and shown to me, marked A.

Sworn at, &c.

No. 8. (Rule 28.)

AFFIDAVIT OF SERVICE OF PETITION ON LIQUIDATOR.

(*Title.*)

In the matter of a petition, dated , for winding up the
above company [by] or [under the supervision of] the Court [*as the case
may be*].

I , of , make oath and say :—

That I did, on day, the day of
19 , serve [*name and description*] the liquidator of the above-named
company, with a copy of the above-mentioned petition, duly sealed with the
seal of the Court, by delivering the same personally to the said
at [*place*], before the hour of in the noon.

The said petition is now produced and shown to me, marked A.

Sworn at, &c.

No. 9. (Rule 29.)

AFFIDAVIT VERIFYING PETITION.

(*Title.*)

I, A.B., of &c., make oath and say, that such of the statements in the
petition now produced and shown to me, and marked with the letter A, as
relate to my own acts and deeds are true, and such of the said statements as
relate to the acts and deeds of any other person or persons I believe to be
true.

Sworn, &c.

No. 10. (Rule 31.)

ORDER APPOINTING THE OFFICIAL RECEIVER AS PROVISIONAL LIQUIDATOR
AFTER PRESENTATION OF PETITION, AND BEFORE ORDER TO WIND UP.

the day of 19 .

(*Title.*)

Upon the application, &c., and upon reading, &c., the Court doth hereby
appoint [one of] the Official Receiver [s] attached to the Court to be
Provisional Liquidator of the above-named Company. And the Court doth
hereby limit and restrict the powers of the said Official Receiver as Provisional
Liquidator to the following acts, that is to say [*describe the acts which the
Provisional Liquidator is to be authorised to do and the property of which he is
to take possession*].

No. 11. (Rule 33.)

NOTICE OF INTENTION TO APPEAR ON PETITION.

(Title.)

(a) State full name, or if a firm, the name of the firm and address.

(b) State number and class of shares held.

(c) To be signed by the person or his solicitor.

Take notice that A.B., of (a) a creditor for £ of (or contributory holding (b) shares in) the above company intends to appear on the hearing of the petition advertised to be heard on the day of , 19 , and to support (or oppose) such petition.

(Signed) (c) [Name of person or firm.]
[Address.]

To

No. 12. (Rule 34.)

LIST OF PARTIES ATTENDING THE HEARING OF A PETITION.

(Title.)

The following are the names of those who have given notice of their intention to attend the hearing of the petition herein, on the day of 19 .

Name.	Address.	Name and Address of Solicitor of party who has given notice.	Creditors. Amount of Debt.	Contributories. Number of Shares.	Opposing.	Supporting.

No. 13. (Rule 37.)

NOTIFICATION TO OFFICIAL RECEIVER OF ORDER PRONOUNCED ON PETITION FOR WINDING UP.

(Title.)

To the Official Receiver of the Court.

(Address.)

Order pronounced this day by the Honourable Mr. Justice [or, as the case may be] on petition for winding up the under-mentioned company under the Companies (Consolidation) Act, 1908.

Name of Company.	Registered Office of Company.	Petitioner's Solicitor.	Date of Presentation of Petition.

Winding-up Rules (England) :—Forms 14, 15 119

No. 14. (Rule 37.)

NOTIFICATION TO OFFICIAL RECEIVER OF ORDER PRONOUNCED FOR
APPOINTMENT OF OFFICIAL RECEIVER AS PROVISIONAL LIQUIDATOR
PRIOR TO WINDING UP ORDER BEING MADE.

(Title.)

To the Official Receiver of the Court.

(Address.)

Order pronounced this day by the Honourable Mr. Justice
[or, as the case may be] for the appointment of an Official Receiver as
Provisional Liquidator prior to any Winding up Order being made.

Name of Company.	Registered Office of Company.	Petitioner's Solicitor.	Date of Presentation of Petition.

No. 15. (Rule 40.)

ORDER FOR WINDING UP BY THE COURT.

day of , 19 .

(Title.)

Upon the petition of the above named company [or A.B., of &c., a creditor
[or contributory] of the above-named company], on the day of
19 , preferred unto the Court, and upon hearing for the
petitioner, and for , and upon reading the said petition,
an affidavit of (the said petitioner), filed, &c., verifying the said petition,
an affidavit of L.M., filed the day of 19 , the
London Gazette of the day of 19 , the newspaper
of the day of [enter any other papers], each containing
an advertisement of the said petition [enter any other evidence], this Court
doth order that the said Company be wound up by this
Court under the provisions of the Companies (Consolidation) Act, 1908, and
that [one of] the Official Receiver [s] attached to this Court be constituted
Provisional Liquidator of the affairs of the company.

NOTE.—It will be the duty of the Directors and of the Secretary or other
chief officer of the company as the Official Receiver may require, to attend on
the Official Receiver at (a) forthwith on the service of this
Order.

(a) Insert the
place at which
attendance is
required.

No. 16. (Rule 41.)

ORDER FOR WINDING UP, SUBJECT TO SUPERVISION.

day, the day of , 19 .

(Title.)

Upon the petition, &c., this Court doth order that the voluntary winding up of the said Company, Limited, be continued, but subject to the supervision of this Court; and any of the proceedings under the said voluntary winding up may be adopted as the Court shall think fit; and it is ordered that the liquidator appointed in the voluntary winding up of the said Company, do on the day of next, and thenceforth every three months file with the Registrar a report in writing as to the position of, and the progress made with, the winding up of the said Company, and with the realization of the assets thereof, and as to any other matters connected with the winding up as the Court may from time to time direct. And it is ordered that no bills of costs, charges, or expenses, or special remuneration of any solicitor employed by the liquidator of the said Company, or any remuneration, charges, or expenses of such liquidator, or of any manager, accountant, auctioneer, broker, or other person, be paid out of the assets of the said Company, unless such costs, charges, expenses, or remuneration, shall have been taxed or allowed by the Registrar. And it is ordered that all such costs, charges, expenses, and remuneration, be taxed and ascertained accordingly. And it is ordered that the costs of the petitioner and of [here insert any directions as to allowance of costs of petitioner and of persons appearing]. And the creditors, contributories, and liquidator of the said Company, and all other persons interested, are to be at liberty to apply generally as there may be occasion.

No. 17. (Rule 41.)

NOTICE OF ORDER TO WIND UP (FOR NEWSPAPER).

The Companies (Consolidation) Act, 1908.

In the matter of , Limited.
Winding up Order made , 19 .
Date and place of first meetings :—

Creditors 19 , at

Contributories 19 , at

Official Receiver and
Provisional Liquidator.

No. 18. (Rule 43.)

ORDER OF TRANSFER.

(Title.)

(a) Name of Upon the application of (a) and upon
applicant. hearing and upon reading
it is ordered that
Court

(b) Court from the said proceedings be transferred from the (b) Court
which the
transfer is to
be made.

(c) Court to to the (c) Court,
which the
transfer is to be
made. Dated this day of , 19 .

No. 19 (Rule 46.)

NOTICE OF TRANSFER OF PROCEEDINGS TO THE BOARD OF TRADE AND
OFFICIAL RECEIVER.

(Title.)

The proceedings in the winding up of the above-named company have been by order dated the 19 , transferred to this Court from the [High Court] or [the County Court of , holden at], [or as the case may be] and have had the above letter and number allotted to them. The letter and number before transfer were

Registrar.

Dated this day of 19 .

No. 20. (Rule 49.)

AFFIDAVIT BY SPECIAL MANAGER VERIFYING ACCOUNT.

(Title.)

I, of , make oath and say as follows :—

1. The account hereto annexed, marked with the letter A, produced and shown to me at the time of swearing this my affidavit, and purporting to be my account as special manager of the estate or business of the above-named company, contains a true account of all and every sums and sum of money received by me or by any other person or persons by my order or to my knowledge or belief for my use on account or in respect of the said estate or business.

2. The several sums of money mentioned in the said account hereby verified to have been paid or allowed have been actually and truly so paid and allowed for the several purposes in the said account mentioned.

3. The said account is just and true in all and every the items and particulars therein contained, according to the best of my knowledge and belief.

Sworn &c.

No. 21. (Rule 118.)

NOTICE TO CREDITORS OF FIRST MEETING.

(Title.)

(Under the order for winding up the above-named Company, dated the day of 19 .)

Notice is hereby given that the first meeting of creditors in the above matter will be held at on the day of 19 , at o'clock in the noon.

To entitle you to vote thereat your proof must be lodged with me not later than o'clock on the day of , 19 .

Forms of proof and of general and special proxies are enclosed herewith. Proxies to be used at the meeting must be lodged with me not later than o'clock on the day of 19 .

Official Receiver.

Address.

(a) Here insert "has not been lodged," or "has been lodged, and summary is enclosed."

(The statement of the Company's affairs (a)

.)

NOTE.

At the first meetings of the creditors and contributories they may amongst other things:—

1. By resolution determine whether or not an application is to be made to the Court to appoint a liquidator in place of the Official Receiver.

2. By resolution determine whether or not an application shall be made to the Court for the appointment of a committee of inspection to act with the liquidator, and who are to be the members of the committee if appointed.

NOTE.—If a liquidator is not appointed by the Court the Official Receiver will be the liquidator

No. 22. (Rule 118.)

NOTICE TO CONTRIBUTORIES OF FIRST MEETING.

(Title.)

Notice is hereby given that the first meeting of the contributories in the above matter will be held at 19 , at o'clock in the noon. day of

Forms of general and special proxies are enclosed herewith. Proxies to be used at the meeting must be lodged with me not later than o'clock on the day of 19 .

Dated this day of 19 .

Official Receiver.

(a) Here insert "has not been lodged," or "has been lodged, and summary is enclosed."

(The Company's statement of affairs (a)

.)

NOTE.

At the first meetings of creditors and contributories they may amongst other things:—

1. By resolution determine whether or not an application shall be made to the Court to appoint a liquidator in place of the Official Receiver.

2. By resolution determine whether or not an application shall be made to the Court for the appointment of a committee of inspection to act with the liquidator, and who are to be the members of the committee if appointed.

NOTE.—If a liquidator is not appointed by the Court the Official Receiver will be the liquidator.

No. 23. (Rule 119.)

NOTICE TO DIRECTORS AND OFFICERS OF COMPANY TO ATTEND FIRST MEETING OF CREDITORS OR CONTRIBUTORIES.

(Title.)

Take notice that the first meeting of creditors [or contributories] will be held on the _____ day of _____ 19____, at _____ o'clock at (a) _____ and that you are required to attend thereat, and give such information as the meeting may require.

(a) Here insert place where meeting will be held.

Dated this _____ day of _____ 19____.

To (b) _____

Official Receiver.

(b) Insert name of person required to attend.

No. 24.

MEMORANDUM OF PROCEEDINGS AT ADJOURNED FIRST MEETING.

(No quorum).

(Title.)

Before _____ at _____ on the _____ day of _____ 19____, at _____ o'clock.

Memorandum.—The adjourned meeting of (a) _____ in the above matter was held at the time and place above-mentioned; but it appearing that there was not a quorum of (a) _____ qualified to vote present or represented, no resolution was passed, and the meeting was not further adjourned.

(a) Insert "creditors" or "contributories," as the case may be.

Chairman.

No. 25.

LIST OF CREDITORS (a) ASSEMBLED TO BE USED AT EVERY MEETING.

(Title.)

Meeting held at _____ this _____ day of _____ 19____.

Number.	Names of creditors (a) present or represented.	Amount of Proof. (b)		
1				
2				
3				
4				
5				
6				
7				
7	Total number of creditors (a) present or represented.			

(a) "Or contributories."
(b) In case of contributories insert "number of shares."

	£	s.	d.	£	s.	d.
(d.) Liabilities on bills discounted other than the company's own acceptances for value, as per List "D"						
Of which it is expected will rank for dividend						
(e.) Other liabilities, as per List "E"						
Of which it is expected will rank for dividend						
(f.) Preferential creditors for rates, taxes, wages, &c., as per List "F" deducted contra						
(g.) Loans on debenture bonds, as per List "G" deducted contra (holders)						
Estimated surplus (if any) after meeting liabilities of company, subject to cost of liquidation						
(c.) Bills of exchange, or other similar securities on hand, as per List "J"						
Estimated to produce						
(d.) Surplus from securities in the hands of creditors fully secured (per contra) (b)						
(e.) Unpaid calls (List "K")						
Estimated to produce						
Estimated total assets						
Deduct preferential creditors as per contra (f)						
Estimated amount available to meet claims of debenture holders						
Deduct loans on debenture bonds secured on the assets of the company as per contra (g)						
Estimated amount available to meet unsecured creditors, subject to cost of liquidation						
Estimated deficiency of assets to meet liabilities of the company, subject to cost of liquidation						
The nominal amount of unpaid capital liable to be called up is £						
which is [available to meet above deficiency] or [charged to debenture holders], or as the case may be.						

STATEMENT OF AFFAIRS.

II.—As regards Contributors.

	£	s.	d.	£	s.	d.
Capital issued and allotted, viz. :—						
Founders' Shares of £ per share (Shareholders.)						
(a) Issued as fully paid.						
Amount called up at £ per share,						
as per List "L" 						
Ordinary Shares of £ per share (Shareholders.)						
(a) Issued as fully paid.						
Amount called up at £ per share,						
as per List "M" 						
Preference Shares of £ per share (Shareholders.)						
(a) Issued as fully paid.						
Amount called up at £ per share,						
as per List "N" 						
Amount, if any, paid in advance of call..						
£						
Less unpaid calls estimated to be irrecoverable						
£						
Add deficiency to meet liabilities as above						
Estimated Surplus as above (if any) subject to cost of Liquidation						
Total deficiency as explained in Statement "O"						
£						

I, _____ of _____ make oath and say

_____ are, to the

690

that the foregoing Statement and the several Lists hereunto annexed marked

best of my knowledge and belief, a full, true, and complete statement of the affairs of the above-named Company, on the

day of _____ 19 _____, the date of the winding-up order.

NOTE.—The Commissioner is particularly requested, before swearing the Affidavit, to ascertain that the full name, address, and Description of the Deponent are stated, and to initial all crossings-out or other alterations on the printed form. A deficiency in the Affidavit in any of the above respects will entail its refusal by the Court, and will necessitate its being re-sworn.

Sworn at

in the County of

this _____ day of

Before me

Signature

19

A Commissioner, &c.

LIST "A."

UNSECURED CREDITORS.

The names to be arranged in alphabetical order and numbered consecutively, Creditors for £10 and upwards being placed first.

NOTES.—1. When there is a contra account against the creditor, less than the amount of his claim against the Company, the amount of the creditor's claim and the amount of the contra account should be shown in the third column, and the balance only be inserted under the heading "Amount of Debt," thus:—

£ s. d.
Total amount of claim
Less: Contra account

No such set-off should be included in List "I."

2. The particulars of any bills of exchange and promissory notes held by a creditor should be inserted immediately below the name and address of such creditor.

3. The names of any creditors who are also contributories, or alleged to be contributories, of the Company must be shown separately, and described as such at the end of the List.

COMPANY.

No.	Name.	Address and Occupation.	Amount of Debt.	Date when contracted.		Consideration.
				Month.	Year.	
			£ s. d.			

Signature

Dated

19

CREDITORS FULLY SECURED (NOT INCLUDING DEBENTURE HOLDERS).

[illegible]

Signature

Dated

19.

CREDITORS PARTLY SECURED.

(State whether also Contributors of the Company.)

[illegible]

Signature

Dated

LIST "D."

LIABILITIES OF COMPANY ON BILLS DISCOUNTED OTHER THAN THEIR OWN ACCEPTANCES FOR VALUE.

No.	Acceptor's Name, Address, and Occupation.	Whether liable as Drawer or Indorser.	Date when due.	Amount.	Holder's Name, Address, and Occupation (if known).	Amount expected to rank for Dividend.
				£ s. d.		£ s. d.

Signature

Dated

61

LIST "E." OTHER LIABILITIES.

FULL PARTICULARS OF ALL LIABILITIES NOT OTHERWISE SCHEDULED TO BE GIVEN HERE.

No.	Name of Creditor or Claimant.	Address and Occupation.	Amount of Liability or Claim.	Date when Liability incurred.		Nature of Liability.	Consideration.	Amount expected to rank against Assets for dividend.		
				Month.	Year.			£	s.	d.
			£							
			s.							
			d.							

Signature

Dated

19

LIST "G."

LIST OF DEBENTURE HOLDERS.

The names to be arranged in alphabetical order and numbered consecutively. *Separate Lists* must be furnished of holders of each issue of Debentures, should more than one issue have been made.

No.	Name of Holder.	Address.	Amount.	Description of Assets over which Security extends.
			£	
			s.	
			d.	

Signature

Dated

LIST "H."

PROPERTY.

Full particulars of every description of property not included in any other lists are to be set forth in this list.

Full Statement and Nature of Property.	Estimated Cost.			Estimated to produce.		
	£	s.	d.	£	s.	d.
(a) Cash at Bankers						
(b) Cash in hand						
(c) Stock in Trade, at						
(d) Machinery, at						
(e) Trade fixtures, fittings, office furniture, utensils, &c.						
(f) Investments in Stocks or Shares, &c.						
(g) Loans for which Mortgage or other security held.						
(h) Other Property, viz. :—						
•						

[State particulars.]
[State particulars.]

Signature

Dated

, 19

DEBTS DUE TO THE COMPANY.

The names to be arranged in alphabetical order, and numbered consecutively.

NOTE.—If any debtor to the Company is also a creditor, but for a less amount than his indebtedness, the gross amount due to the Company and the amount of the Contra account should be shown on the 3rd column, and the balance only be inserted under the heading "Amount of Debt," thus :—

No such claim should be included in sheet "A."

[illegible]

61

LIST "J."
BILLS OF EXCHANGE, PROMISSORY NOTES, &C., ON HAND AVAILABLE AS ASSETS.

No.	Name of Acceptor of Bill or Note.	Address, &c.	Amount of Bill or Note.	Date when due.	Estimated to produce.		Particulars of any Property held as Security for Payment of Bill or Note.
					£	s. d.	
			£		£	s. d.	

Signature Dated

LIST "K." UNPAID CALLS.

[illegible]

Signature

Dated

19

LIST OF PREFERENCE SHARES.

[illegible]

Signature

Dated

19

LIST "O" (1).

Deficiency Account.

(1) DEFICIENCY ACCOUNT WHERE WINDING UP ORDER MADE WITHIN THREE YEARS OF FORMATION OF COMPANY.

£		s.	d.	£		s.	d.
I. Gross profit (if any) arising from carrying on business from date of formation of Company to date of Winding up Order (as per Trading Account annexed)				I. Expenditure in carrying on business from date of formation of Company to date of Winding up Order, viz.:-			
II. Receipts, if any, during same period from undermentioned sources:-				Amount dis- charged.		Due at date of Winding up Order.	
Interest on Loans				£	s.	£	s.
Interest on Deposits				d.	d.	d.	d.
Transfer Fees							
Amount paid on Shares issued and subsequently forfeited (as per list annexed)							
III. Other receipts, if any, during same period not included under any of the above headings, viz.							
IV. Deficiency as per Statement of Affairs—Part II.							
II. General Expenditure:-				II. General Expenditure:-			
Salaries				Salaries			
Wages not charged in Trading Account				Wages not charged in Trading Account			
Rent				Rent			
Rates and taxes				Rates and taxes			
Law Costs				Law Costs			
Commission				Commission			
Interest on Loans				Interest on Loans			
Interest on Debentures				Interest on Debentures			
Miscellaneous expenditure (as per details annexed)				Miscellaneous expenditure (as per details annexed)			
III. Directors' fees from date of formation of Company to date of Winding up Order				III. Directors' fees from date of formation of Company to date of Winding up Order			
IV. Dividends declared during same period				IV. Dividends declared during same period			

V. Losses and depreciation written off in Company's books (1):—			
Bad Debts .. .. .	.. .. .	.. .. .	.. .. .
Losses on Investments .. .. .	.. .. .	.. .. .	.. .. .
Depreciation on Property .. .. .	.. .. .	.. .. .	.. .. .
Preliminary Expenses .. .. .	.. .. .	.. .. .	.. .. .
VI. Losses and depreciation not written off in Company's books, now written off by the Directors (1):—			
Bad Debts .. .. .	.. .. .	.. .. .	.. .. .
Losses on Investments .. .. .	.. .. .	.. .. .	.. .. .
Depreciation on Property .. .. .	.. .. .	.. .. .	.. .. .
Preliminary Expenses .. .. .	.. .. .	.. .. .	.. .. .
VII. Other Losses and Expenses .. .. .		.. .. .	.. .. .
Total amount to be accounted for .. .. .		.. .. .	.. .. . (2) £

NOTES.—(1) Where particulars are numerous they should be inserted in a separate Schedule.

(2) These figures should agree.

Signature

Dated

LIST "O" (2).

Deficiency Account.

(2) DEFICIENCY ACCOUNT WHERE WINDING UP ORDER MADE MORE THAN THREE YEARS AFTER FORMATION OF COMPANY.

£	s.	d.	£	s.	d.
I. Excess of Assets over Capital and Liabilities on the (1) day of 19 (if any) as per Company's Balance Sheet. (This and any previous Balance Sheets to be annexed or handed to O.R.)			L. Excess of Capital and Liabilities over Assets on the (1) day of 19 (if any) as per Company's Balance Sheet. (This and any previous Balance Sheets to be annexed or handed to O.R.)		
II. Gross profit (if any) arising from carrying on business from the (1) day of 19, to date of Winding up Order as per Trading Account annexed ..			II. Expenses of carrying on business from the (1) day of 19, to date of Winding up Order, viz. :-		
III. Receipts (if any) during same period from undermentioned sources :-			General Expenditure :-		
Interest on Loans			Salaries	Amount dis-charged, £	Due at date of Winding up Order, £
Interest on Deposits			Wages not charged in Trading Account	d.	s.
Transfer Fees			Rent	s.	d.
Amounts paid on shares issued and subsequently forfeited (as per List annexed)			Rates and Taxes	£	£
IV. Other receipts (if any) during same period not included under any of the above headings			Law Costs	d.	s.
V. Deficiency as per Statement of Affairs (Part II.)			Commission	s.	d.
			Interest on Loans	£	£
			Interest on Debentures	d.	s.
			Miscellaneous expenditure (as per details annexed)	s.	d.
			III. Directors' Fees from the (1) day of 19, to date of Winding up Order.	£	£
			IV. Dividends declared during same period	d.	s.

Winding-up Rules (England) :—Form 26, List O (2). 145

V. Losses and depreciation from the day of 19 (1), written off in Company's books, viz. (2) —				
Bad Debts..	..	..	..	..
Losses on Investments	..	..	..	..
Depreciation of Property	..	..	..	..
Preliminary Expenses	..	..	..	..
VI. Losses and depreciation not written off in Company's books, now written off by Directors (3) :—				
Bad Debts..	..	..	..	..
Losses on Investments	..	..	..	..
Depreciation of Property	..	..	..	..
Preliminary Expenses	..	..	..	..
VII. Other Losses and Expenses (2)		..	..	..
Total amount to be accounted for ..		..	..	..(3) £

NOTES.—(1) Three years before date of Winding up Order.

(2) Where particulars are numerous they should be inserted in a separate Schedule.

(3) These figures should agree.

Signature

Dated

LIST "P."

IN SUBSTITUTION FOR SUCH OF THE LISTS NAMED "A" TO "O" AS WILL HAVE TO BE RETURNED BLANK.

LIST.	PARTICULARS, AS PER FRONT SHEET.	REMARKS. <i>Where no particulars are entered on any one or more of the Lists named "A" to "O" the word "Nil" should be inserted in this column opposite the particular List or Lists left blank.</i>
A	Unsecured Creditors	
B	Creditors fully secured (not including debenture holders)	
C	Creditors partly secured.. .. .	
D	Liabilities on Bills discounted other than the Company's own acceptances for value.	
E	Other liabilities	
F	Preferential Creditors for rates, taxes, wages, &c.	
G	Loans on Debenture Bonds	
H	Property	
I	Book Debts	
J	Bills of Exchange or other similar securities on hand	
K	Unpaid Calls	
L	Founders' Shares	
M	Ordinary Shares	
N	Preference Shares	
O	Deficiency Account	

Signature

Dated

No. 27. (Rule 55.)

REPORT OF RESULT OF MEETING OF CREDITORS OR CONTRIBUTORIES.

In the matter, &c.

I, *A.B.*, the Official Receiver of the Court [*or as the case may be*] chairman of a meeting of the creditors [*or contributories*] of the above-named company, summoned by advertisement [*or notice*] dated the day of , 19 , and held on the day of 19 , at , in the county of , do hereby report to the Court the result of such meeting as follows:—

The said meeting was attended, either personally or by proxy, by creditors whose proofs of debt against the said company were admitted for voting purposes, amounting in the whole to the value of £ [or by contributories, holding in the whole shares in the said company, and entitled respectively by the regulations of the company to the number of votes hereinafter mentioned].

The question submitted to the said meeting was, whether the creditors [*or contributories*] of the said company wished that [*here state proposal submitted to the meeting*].

The said meeting was unanimously of opinion that the said proposal should [*or should not*] be adopted; [*or the result of the voting upon such question was as follows: (a)*]

(a) Here set out the majorities by which the respective resolutions were carried.

RESOLUTIONS AT MEETINGS	Voting on Resolutions.					
	For.			Against.		
	No.	Amount.		No.	Amount.	
(State the substance of any Resolutions passed and give names of Committee of Inspection (if any), and amount of their proofs if Creditors or shares if Contributories.)						
CREDITORS—						
	No.	Shares.	Votes.	No.	Shares.	Votes.
CONTRIBUTORIES—						

Dated this day of 19 .

(Signed) *H.T.*

Chairman.

No. 28. (Rule 55.)

ORDER APPOINTING LIQUIDATOR.

• (Title.)

the day of 19 .

Upon the application of the Official Receiver and Provisional Liquidator of the above-named company, by summons dated and upon hearing the applicant in person and reading the order to wind up the said company dated 19 , and the reports of the Official Receiver of the results of the meetings of creditors and contributories made to the court and respectively dated the , and upon reading the affidavit of as to the fitness of the Liquidator hereinafter named filed

It is ordered that

of

be appointed Liquidator of the above-named Company.

(a) To be
struck out if
no Committee
of Inspection
appointed.

(a) It is also ordered that the following persons be appointed a Committee of Inspection to act with the said Liquidator, namely :—

And it is ordered that the said liquidator do within 7 days from the date of this order give security to the satisfaction of the Board of Trade as provided by the Companies (Winding-up) Rules, 1909.

And notice of this order is to be gazetted and advertised in the

By the Court.

No. 29. (Rule 57.)

CERTIFICATE THAT LIQUIDATOR OR SPECIAL MANAGER HAS GIVEN SECURITY.

(Title.)

This is to certify that A.B., of , who was on the day of , 19 , appointed Liquidator [or special manager] of the above-named company, has duly given security to the satisfaction of the Board of Trade.

Dated this day of 19 .

By the Board of Trade,

(Signed) J.S.

ADVERTISEMENT OF APPOINTMENT OF LIQUIDATOR.

Dated this day of 19 .

ORDER DIRECTING A PUBLIC EXAMINATION.

Upon reading the reports of the official receiver in the above matter, dated _____, 19____, and _____, 19____, respectively the _____ day of _____, 19____, and _____, 19____, the _____ day of _____, 19____, and _____, 19____,

THE SCHEDULE REFERRED TO.

Name.	Address.	Connection with the Company.

No. 32. (Rule 64.)

ORDER APPOINTING A TIME FOR PUBLIC EXAMINATION.

(Title.)

Upon the application of the Official Receiver in the above matter, it is ordered that the public examination of

who, by the order of the court dated the 19 , was directed to attend before day of

(a) Insert
the place for
the Exam-
nation.

to be publicly examined, be held at (a)
on the day of 19
at o'clock in the noon.

And it is ordered that the above-named
do attend at the place and time above-mentioned.

Dated this day of 19 .

NOTE.—Notice is hereby given that if you, the above-named
fail, without reasonable excuse, to
attend at the time and place aforesaid, you will be liable to be committed to
prison without further notice.

No. 33. (Rule 64.)

NOTICE TO ATTEND PUBLIC EXAMINATION.

(Title.)

Whereas by an order of this court, made on the
day of 19 , it was ordered that you, the
undermentioned

should attend before the Court on a day and at a place
to be named for the purpose, and be publicly examined as to the promotion
or formation of the company, and as to the conduct of the business of the
company, and as to your conduct and dealings as (a)

(a) Insert
director or
officer [or as
the case may
be].

And whereas the day of 19 ,
at o'clock, in the noon, before the
sitting at has been appointed as
the time and place for holding the said examination.

Notice is hereby given that you are required to attend at the said time and
place, and at any adjournments of the examination which may be ordered,
and to bring with you and produce all books, papers, and writings and other
documents in your custody or power in any way relating to the above-named
company.

And take notice that if you fail, without reasonable excuse, to attend at
such time and place, and at the adjournments of the said public examination
which may be ordered, you will be liable to be committed to prison without
further notice.

Dated the day of 19 .
To

Official Receiver.

No. 34. (Rule 71.)

APPLICATION FOR APPOINTMENT OF SHORTHAND WRITER TO TAKE DOWN
NOTES OF PUBLIC EXAMINATION AND ORDER THEREON.

(Title.)

Ex parte the Official Receiver.

I, _____ the Official Receiver
herein, do hereby, pursuant to Rule 71 of the Companies (Winding Up) Rules,
1909, apply to the Court for an order for the appointment of

of

in the county of _____
notes of examination of

to take down in shorthand the

at their public examination, the costs of taking such notes, and of making a
transcript thereof, to be paid in accordance with Rule 71.

Dated this _____ day of _____ 19 .
_____ Official Receiver.

Before

Upon the application of the Official Receiver the court hereby appoints
of _____

in the county of _____ to take down in shorthand the
notes of examination of the persons mentioned in the above application at
their public examination, or at any adjournment thereof, pursuant to Rule 71
of the Companies (Winding Up) Rules, 1909, the costs of taking such notes,
and of making a transcript thereof, to be paid in accordance with Rule 71.

Dated this _____ day of _____ 19 .

No. 35. (Rule 71.)

DECLARATION BY SHORTHAND WRITER.

(Title.)

Before

I, _____, of _____, in the county of _____, the
shorthand writer appointed by this Court to take down the examination of
_____, do solemnly and sincerely declare that I will truly and
faithfully take down the questions and answers put to and given by the said
_____ in this matter, and will deliver true and faithful transcripts
thereof as the court may direct.

Dated this _____ day of _____ 19 .

[Declared before me at the time and place
above-mentioned]

No. 36. (Rule 67.)

NOTES OF PUBLIC EXAMINATION WHERE A SHORTHAND WRITER IS APPOINTED.

(Title.)

(a) Mr.
an officer [or as
the case may be]
of the above-
named Com-
pany.

Public examination of (a).

Before this at the Court
day of 19 .

The above-named , being sworn and examined at the time and place above-mentioned, upon the several questions following being put and propounded to him, gave the several answers thereto respectively following each question, that is to say :—

A.

These are the notes of the public examination referred to in the memorandum of public examination of , taken before me this day of 19 .

No. 37. (Rule 67.)

NOTES OF PUBLIC EXAMINATION WHERE A SHORTHAND WRITER IS NOT APPOINTED.

(Title.)

(a) Mr.
an officer [or as
the case may be]
of the above-
named Com-
pany.

Public examination of (a).

Before this at the Court
day of 19 .

The above-named , being sworn and examined at the time and place above-mentioned, upon his oath saith as follows :—

A.

These are the notes of the public examination referred to in the memorandum of public examination of , taken before me this day of 19 .

No. 38. (Rule 72.)

REPORT TO THE COURT WHERE PERSON EXAMINED REFUSES TO ANSWER
TO SATISFACTION OF REGISTRAR OR OFFICER.

(Title.)

At the [public] examination of (a) held before me (a) *e.g.*, A.B., a
day of 19 , the following question person ordered
this was allowed by me to be put to the said []. to attend for
examination.

Q. (b)

(b) Here state
question.

The (c) refused to answer the said question.
(or) The (c) answered the said question as follows :—

(c) Witness.

A. (d)

(d) Here insert
answers (if
any).

I thereupon named the day of 19 ,
at as the time and place for such [refusal to] answer to be reported
to the Hon. Mr. Justice [or His Honour Judge].

Dated this day of 19 .

Registrar
[or as the case may be]

No. 39.

ORDER ON PERSONS TO ATTEND AT CHAMBERS TO BE EXAMINED.

(Title.)

A.B. of &c., and E.F. of &c., are hereby severally ordered to attend at
(a), in the county of on the day of (a) State
at of the clock in the noon, to be examined on the part of place of
the Official Receiver [or the liquidator] for the purpose of proceedings examination.
directed by the Court to be taken in the above matter. [And the said A.B.
is hereby required to bring with him and produce, at the time and place
aforesaid, the documents mentioned in the schedule hereto, and all other
books, papers, deeds, writings, and other documents in his custody or power
in anywise relating to the above-named company.]

Dated this day of 19 .

This order was made on the application of Messrs. C. and D., of
in the county of , Solicitors for

The schedule above referred to.

No. 40. (Rule 66.)

WARRANT AGAINST PERSON WHO FAILS TO ATTEND EXAMINATION.

(Title.)

To X.Y., the officer of this Court [or where warrant issues from a county
court, to the high bailiff and others the bailiffs of the said Court] and all
peace officers within the jurisdiction of the said Court, and to the governor
or keeper of the [here insert the prison].

(a) Name of person required to attend.
(b) Place of examination.
(c) Name or title of officer before whom examination is directed to be held.

Whereas by evidence taken upon oath, it hath been made to appear to the satisfaction of the Court that by Order of the Court, dated the day of 19 , and directed to (a) he was directed to attend personally at the (b) and be examined before (c) , which order was afterwards, as hath been duly proved on oath, duly served upon the said (a) [or, that there is probable reason to suspect and believe that the said (a) , has absconded and gone abroad [or quitted his place of residence, or] is about to go abroad [or quit his place of residence] with a view of avoiding examination under the Companies (Consolidation) Act, 1908].

And whereas the said (a) did without good cause fail to attend on the said day of 19 , for the purpose of being examined, according to the requirements of the said order of this Court made on the day of 19 , directing him so to attend.

These are therefore to require you the said [or high bailiff, bailiffs, and others], to take the said (a) and to deliver him to the governor or keeper of the above named prison, and you the said governor or keeper to receive the said (a) and him safely to keep in the said prison until such time as this Court may order.

Dated this day of 19 .

No. 41. (Rule 76.)

NOTICE BY LIQUIDATOR REQUIRING PAYMENT OF MONEY OR DELIVERY OF BOOKS, &C., TO LIQUIDATOR.

(Title.)

(a) Name of liquidator.
(b) Name of person to whom notice is addressed.

(c) Address of liquidator's office.

Take notice that I, the undersigned (a) , have been appointed liquidator of the above-named company, and that you, the under-mentioned (b) , are required, within days after service hereof, to pay to me [or deliver, convey, surrender, or transfer to or into my hands]

as liquidator of the said company at my office, situate at (c) &c., the sum of £ , being the amount of debt appearing to be due from you on your account with the said company [or any sum or balance, books, papers, estate or effects], [or specifically describe the property] now being in your hands, and to which the said company is entitled [or otherwise as the case may be].

Dated this day of 19 .

(Signed)

Liquidator.

To (b)
(Address)

No. 42. (Rule 77.)

PROVISIONAL LIST OF CONTRIBUTORIES TO BE MADE OUT BY LIQUIDATOR.

(Title.)

The following is a list of members of the company liable to be placed on the list of contributories of the said company, made out by me from the books and papers of the said company, together with their respective addresses and the number of shares [or extent of interest] to be attributed to each, so far as I have been able to make out or ascertain the same.

In the first part of the list, the persons who are contributories in their own right are distinguished.

In the second part of the said list, the persons who are contributories as being representatives of, or being liable to the debts of others, are distinguished.

FIRST PART.—CONTRIBUTORIES IN THEIR OWN RIGHT.

Serial No.	Name.	Address.	Description.	Number of Shares [or extent of Interest].

SECOND PART.—CONTRIBUTORIES AS BEING REPRESENTATIVES OF, OR LIABLE TO THE DEBTS OF, OTHERS.

Serial No.	Name.	Address.	Description.	In what Character included.	Number of Shares [or extent of Interest].

No. 43. (Rule 78.)

NOTICE TO CONTRIBUTORIES OF APPOINTMENT TO SETTLE LIST OF
CONTRIBUTORIES.

(Title.)

(a) Insert
place of
appointment.

Take notice that I, _____ the liquidator of the above-named company, have appointed the _____ day of _____ 19 _____ at _____ of the clock in the _____ noon, at (a) _____ in the county of _____, to settle the list of the contributories of the above-named company, made out by me, pursuant to the Companies (Consolidation) Act, 1908, and the rules thereunder, and that you are included in such list in the character and for the number of shares [or extent of interest] stated below; and if no sufficient cause is shown by you to the contrary at the time and place aforesaid, the list will be settled, including you therein.

Dated this _____ day of _____ 19 _____

Liquidator.

To Mr. A.B. [and to Mr. C.D., }
his solicitor].

No. on List.	Name.	Address.	Description.	In what Character included.	Number of Shares [or extent of Interest].

No. 44.

AFFIDAVIT OF POSTAGE OF NOTICES OF APPOINTMENT TO SETTLE LIST
OF CONTRIBUTORIES.

(Title.)

(a) State the
description of
the deponent.

I, _____ a (a) _____ make oath and say as follows:—

1. That I did on the _____ day of _____ 19 _____, send to each contributory mentioned in the list of contributories made out by the [Official Receiver and] Liquidator on the _____ day of _____ 19 _____, and now on the file of proceedings of the above-named company, at the address appearing in such list, a notice of the time and place of the appointment to settle the list of contributories in the form hereunto annexed, marked "A," except that in the tabular form at the foot of such copies

Winding-up Rules (England) :—Forms 44, 45. 157

respectively I inserted the number, name, address, description, in what character included and (b) of the person on whom such copy of the said notice was served.

(b) "Number of shares" or "extent of interest."

2. That I sent the said notices by putting the same prepaid into the post office at before the hour of o'clock in the noon on the said day

Sworn, &c.

No. 45. (Rule 79.)

CERTIFICATE OF LIQUIDATOR OF FINAL SETTLEMENT OF THE LIST OF CONTRIBUTORIES.

(Title.)

Pursuant to the Companies (Consolidation) Act, 1908, and to the rules made thereunder, I, the undersigned, being the liquidator of the above-named company, hereby certify that the result of the settlement of the list of contributories of the above-named company, so far as the said list has been settled, up to the date of this certificate, is as follows :—

1. The several persons whose names are set forth in the second column of the First Schedule hereto have been included in the said list of contributories as contributories of the said company in respect of the (a) set opposite the names of such contributories respectively in the said schedule.

(a) "Number of shares" or "extent of interest."

I have, in the first part of the said schedule, distinguished such of the said several persons included in the said list as are contributories in their own right.

I have, in the second part of the said schedule, distinguished such of the said several persons included in the said list as are contributories as being representatives of or being liable to the debts of others.

2. The several persons whose names are set forth in the second column of the Second Schedule hereto, and were included in the provisional list of contributories, have been excluded from the said list of contributories.

3. I have, in the sixth column of the first part of the First Schedule and in the seventh column of the second part of the First Schedule and in the same column of the Second Schedule, set forth opposite the name of each of the several persons respectively the date when such person was included in or excluded from the said list of contributories.

4. Before settling the said list, I was satisfied by the affidavit of

, clerk to
, duly filed with
the proceedings herein, that notice was duly sent by post to each of the persons mentioned in the said list, informing him that he was included in such list in the character and for the (a) stated therein, and of the day appointed for finally settling the said list.

Dated this day of 19 .

In the matter of

Limited.

The FIRST SCHEDULE above referred to.

FIRST PART.—CONTRIBUTORIES IN THEIR OWN RIGHT.

Serial No. in List.	Name.	Address.	Description.	Number of Shares [or extent of Interest].	Date when included in the List.

In the matter of

Limited.

SECOND PART.—CONTRIBUTORIES AS BEING REPRESENTATIVES OF OR
LIABLE TO THE DEBTS OF OTHERS.

Serial No. in List.	Name	Address.	Description.	In what Character included.	Number of Shares [or extent of Interest].	Date when included in the List

In the matter of

Limited.

The SECOND SCHEDULE above referred to.

Serial No. in List.	Name.	Address.	Description.	In what Character proposed to be included.	Number of Shares [or extent of Interest].	Date when excluded from the List.

Winding-up Rules (England) :—Form 46.

159

No. 46. (Rule 80.)

NOTICE TO CONTRIBUTORY OF FINAL SETTLEMENT OF LIST OF CONTRIBUTORIES AND THAT HIS NAME IS INCLUDED.

(Title.)

Take notice that I, _____, the liquidator of the above-named company, have, by certificate, dated the _____ day of _____ 19____, under my hand, finally settled the list of contributories of the said company, and that you are included in such list in the character and for the number of shares [or extent of interest] stated below.

Any application by you to vary the said list of contributories, or that your name may be excluded therefrom, must be made by you to the Court within 21 days from the service on you of this notice, or the same will not be entertained.

The said list may be inspected by you at the chambers of the Registrar at (a) _____ on any day between the hours of _____ and _____ (a) State address.

Dated this _____ day of _____ 19____.

(Signed)

Liquidator.

To Mr. _____
[or to Mr. _____]
his solicitor].

No. in List.	Name.	Address.	Description.	In what Character included.	Number of Shares [or extent of Interest]

No. 47. (Rule 82.)

SUPPLEMENTAL LIST OF CONTRIBUTORIES.

(Title.)

1. The following is a list of persons who, since making out the list of contributories herein, dated the _____ day of _____ 19____, I have ascertained are, or have been, holders of shares in [or members of] the above-named company, and to the best of my judgment are contributories of the said company.

2. The said supplemental list contains the names of such persons together with their respective addresses and the number of shares [or extent of interest] to be attributed to each.

3. In the first part of the said list such of the said persons as are contributories in their own right are distinguished.

4. In the second part of the said list such of the said persons as are contributories as being representatives of, or being liable to the debts of others, are distinguished.

[The supplemental list is to be made out in the same form as the original list.]

No. 48.

AFFIDAVIT OF SERVICE OF NOTICE TO CONTRIBUTORY.

(Title.)

(a) State full description of the deponent.

I, _____ (a) _____ of _____, make oath and say as follows:—

(b) "Number of shares" or "extent of interest."

1. I did on the _____ day of _____ 19____, in the manner herein-after mentioned, serve a true copy of the notice now produced and shown to me and marked "A," upon each of the respective persons whose names, addresses, and descriptions appear in the second, third, and fourth columns of the First Schedule to the list of contributories of the said Company made out by the [Official Receiver and] Liquidator of the Company on the _____ day of _____ 19____, and now on the file of proceedings of the said Company, except that in the tabular form at the foot of such copies respectively I inserted the number on list, name, address, description, in what character included, and (b) _____ of the person on whom such copy of the said notice was served, in the same words and figures as the same particulars are set forth in the said schedule.

2. I served the said respective copies of the said notice, by putting such copies respectively, duly addressed to such persons respectively, according to their respective names and addresses appearing in the said schedule, by placing the same prepaid in the Post Office at _____ before the hour of _____ o'clock in the _____ noon of the said _____ day of _____ 19____.

Sworn, &c.

Winding-up Rules (England) :—Forms 49, 50. 161

No. 49. (Rule 81.)

ORDER ON APPLICATION TO VARY LIST OF CONTRIBUTORIES.

(Title.)

Upon the application of *W.N.*, by summons dated the
day 19 , for an order that the list of contributories of the
company and the liquidator's certificate finally settling the same be varied by
excluding the name of the applicant therefrom [*or, as the case may be*], and
upon hearing, &c., and upon reading, &c., It is Ordered, That the list of
contributories of the company and the liquidator's certificate finally settling
the same be varied by excluding the name of the said *W.N.* from the said
list of contributories, *or* by including the name of the said *W.N.* as a
contributory in the said list for shares, [*or, as the case may be*]
[*or* the Court does not think fit to make any order on the said application.
except that the said *W.N.* do pay to the liquidator of the said company his
costs of this application, to be taxed in case the parties differ].

No. 50. (Rule 83 (1).)

NOTICE TO EACH MEMBER OF COMMITTEE OF INSPECTION OF MEETING
FOR SANCTION TO PROPOSED CALL.

(Title.)

Take notice that a meeting of the committee of inspection of the above
company will be held at on the (a) day of
19 , at o'clock in the noon, for the purpose of considering and
obtaining the sanction of the committee to a call of £ per share
proposed to be made by the liquidator on the contributories.

(a) To be a
date not less
than seven
days from the
date when
the notice
will in course
of post reach
the person to
whom it is
addressed.

Annexed hereto is a statement showing the necessity for the proposed call
and the amount required.

Dated this day of 19 .

(Signed)

Liquidator.

STATEMENT.

1. The amount due in respect of proofs admitted against the company, and the estimated
amount of the costs, charges, and expenses of the winding up, form in the aggregate the
sum of £ or thereabouts.

2. The assets of the company are estimated to realize the sum of £ . There are no
other assets, except the amounts due from certain of the contributories to the company,
and in my opinion it will not be possible to realize in respect of the said amounts more
than £ .

3. The list of contributories has been duly settled, and persons have been settled on the
list in respect of the total number of shares.

4. For the purpose of satisfying the several debts and liabilities of the company, and of
paying the costs, charges, and expenses of the winding up, I estimate that a sum of
£ will be required in addition to the amount of the company's assets herein-before
mentioned.

5. In order to provide the said sum of £ it is necessary to make a call on the
contributories, and having regard to the probability that some of them will partly or
wholly fail to pay the amount of the call, I estimate that for the purpose of realising the
amount required it is necessary that a call of £ per share should be made.

(Annex tabular statement shewing amounts of debts, costs, &c., and of assets.

No. 51. (Rule 83 (2).)

ADVERTISEMENT OF MEETING OF COMMITTEE OF INSPECTION TO
SANCTION PROPOSED CALL.

(Title.)

Notice is hereby given that the undersigned liquidator of the above-named company proposes that a call should be made "on all the contributories of the said company," or, as the case may be, of £ per share, and that he has summoned a meeting of the committee of inspection of the company, to be held at on the day of

19 , at o'clock in the noon, to obtain their sanction to the proposed call.

Each contributory may attend the meeting, and be heard or make any communication in writing to the liquidator or the members of the committee of inspection in reference to the intended call.

A statement showing the necessity of the proposed call and the purpose for which it is intended may be obtained on application to the liquidator at his office at (a)

(a) Insert address.

Dated this day of 19 .

Liquidator.

No. 52. (Rule 83 (4).)

RESOLUTION OF COMMITTEE OF INSPECTION SANCTIONING CALL.

Resolved, that a call of £ per share be made by the liquidator on all the contributories of the company [or, as the case may be].

(Signed)

Members of the Committee
of Inspection.

Dated this day of 19 .

No. 53. (Rule 86.)

NOTICE OF CALL SANCTIONED BY COMMITTEE OF INSPECTION TO BE SENT
TO CONTRIBUTORY.

(Title.)

Take notice that the committee of inspection in the winding up of this company have sanctioned a call of per share on all the contributories of the company.

(a) State address.

The amount due from you in respect of the call is the sum of £
This sum should be paid by you direct to me at my office (a)
on or before the day of 19 .

Dated this day of 19 .

To Mr.

Liquidator.

No. 54. (Rule 84.)

SUMMONS FOR LEAVE TO MAKE A CALL.

(Title.)

Let the several persons whose names and addresses are set forth in the second column of the schedule hereto, being contributories of the above-named company, as shown in the third column of the said schedule, attend
 a on the day of 19 ,
 at o'clock in the noon, on the hearing of an application on
 the part of the [Official Receiver and] liquidator of the company for an
 order that he may be at liberty to make a call to the amount of per
 share on all the contributories [or as the case may be] of the said company.

Dated the day of 19 .

This summons was taken out by of Solicitors
 for the [Official Receiver and] liquidator.

To

NOTE.—If you do not attend either in person or by your Solicitor, at the time and place above-mentioned, such order will be made and proceedings taken as the Court may think just and expedient.

SCHEDULE.

Number on List.	Name and Address.	In what character included.

No. 55. (Rule 84.)

AFFIDAVIT OF LIQUIDATOR IN SUPPORT OF PROPOSAL FOR CALL.

(Title.)

I, of, &c., the liquidator of the above-named company, make oath and say as follows :—

1. I have in the schedule now produced and shown to me, and marked with the letter A, set forth a statement showing the amount due in respect of the debts proved and admitted against the said company, and the estimated amount of the costs, charges, and expenses of and incidental to the winding up the affairs thereof, and which several amounts form in the aggregate the sum of £ or thereabouts.

2. I have also in the said schedule set forth a statement of the assets in hand belonging to the said company, amounting to the sum of £ and no more. There are no other assets belonging to the said company, except the amounts due from certain of the contributories of the said company, and, to the best of my information and belief, it will be impossible to realise in respect of the said amounts more than the sum of £ or thereabouts.

3. persons have been settled by me on the list of contributories of the said company in respect of the total number of shares.

4. For the purpose of satisfying the several debts and liabilities of the said company and of paying the costs, charges, and expenses of and incidental to the winding up the affairs thereof, I believe the sum of £ will be required in addition to the amount of the assets of the said company mentioned in the said Schedule A, and the said sum of £

5. In order to provide the said sum of £ , it is necessary to make a call upon the several persons who have been settled on the list of contributories as before mentioned, and, having regard to the probability that some of such contributories will partly or wholly fail to pay the amount of such call, I believe that, for the purpose of realising the amount required as before-mentioned, it is necessary that a call of £ per share should be made.

Sworn, &c.

No. 56. (Rule 84.)

ADVERTISEMENT OF INTENDED CALL.

In the matter of
 (a) Name of court. Notice is hereby given that the (a) Court has appointed
 the day of 19 , at
 (b) State place of appointment. o'clock in the noon, at (b) , to sanction a
 call on all the contributories of the said company [or as the case may be] and
 that the liquidator of the said company proposes that such call shall be for
 £ per share. All persons interested are entitled to attend at
 such day, hour, and place, to offer objections to such call.
 Dated this day of 19 .

Liquidator.

No. 57. (Rule 84.)

ORDER GIVING LEAVE TO MAKE A CALL.

The day of 19 .
 (Title.)

Upon the application of the [Official Receiver and] liquidator of the above-named company, and upon reading the affidavit of the said [Official Receiver and] liquidator, filed the day of 19 , and the exhibit marked "A" therein referred to, and an affidavit of

filed the day of 19 .

It is ordered that leave be given to the [Official Receiver and] liquidator to make a call of £ per share on all the contributories of the said company (a).

(a) Or as the case may be.

And it is ordered that each such contributory do on or before the day of 19 , pay to the [Official Receiver and] liquidator of the company, the amount which will be due from him or her in respect of such call.

No. 58. (Rule 85.)

DOCUMENT MAKING A CALL.

(Title.)

I, the [Official Receiver and] Liquidator of the above-named Company, in pursuance of (a) day of 19, hereby make a call of per share on all the contributories of the Company, which sum is to be paid at my office (b) day of 19 .
Dated this day of 19 .

a) An order of court, or resolution of the Committee of Inspection.
(b) Insert address

No. 59. (Rule 86.)

NOTICE TO BE SERVED WITH THE ORDER SANCTIONING A CALL.

(Title.)

The amount due from you, A.B., in respect of the call made pursuant to leave given by the above [or within] order is the sum of £ , which sum is to be paid by you to me as the liquidator of the said company at my office, No. Street, , in the county of

Dated this day of 19 .

To Mr. A.B.

Liquidator.

No. 60. (Rule 87.)

AFFIDAVIT IN SUPPORT OF APPLICATION FOR ORDER FOR PAYMENT OF CALL.

(Title.)

I, of, &c., the liquidator of the above-named company, make oath and say as follows :—

1. None of the contributories of the said company, whose names are set forth in the schedule hereto annexed, marked A, have paid or caused to be paid the sums set opposite their respective names in the said schedule, which sums are the amounts now due from them respectively under the call of per share, duly made under the Companies (Consolidation) Act, 1908, dated the day of , 19 .

2. The respective amounts or sums set opposite the names of such contributories respectively in such schedule are the true amounts due and owing by such contributories respectively in respect of the said call.

THE SCHEDULE ABOVE REFERRED TO.

No. on List.	Name.	Address.	Description.	In what Character included.	Amount due.
					£ s. d.

Note.—In addition to the above affidavit, an affidavit of the service of the application for the call will be required in cases in which the Committee of Inspection or the Court has authorised a call to be made.

ORDER FOR PAYMENT OF CALL DUE FROM A CONTRIBUTORY.

Upon the application of the liquidator of the above-named company, and upon reading an affidavit of _____ filed the _____ day of _____, 19____, and an affidavit of the liquidator, filed the _____ day of _____, 19____, it is ordered that C.D., of, &c. [or E.F., of, &c., the legal personal representative of L.M., late of, &c., deceased], one of the contributories of the said company [or, if against several contributories, the several persons named in the second column of the schedule to this order, being respectively contributories of the said company], do, on or before the _____ day of _____, 19____, or within four days after service of this order, pay to the liquidator of the said company at his office, No. _____ Street, _____, in the county of _____, the sum of £ _____, [if against a legal personal representative add, out of the assets of the said L.M., deceased, in his hands as such legal personal representative as aforesaid, to be administered in due course of administration, if the said E.F. has in his hands so much to be administered, or, if against several contributories, the several sums of money set opposite to the respective names in the sixth column of the said schedule hereto], such sum [or sums] being the amount [or amounts] due from the said C.D. [or L.M.], [or the said several persons respectively], in respect of the call of £ _____ per share duly made, dated the _____ day of _____, 19____.

No. on List.	Name.	Address.	Description.	In what Character included.	Amount due. £ s. d.

"If you, the undermentioned A.B., neglect to obey this order by the time mentioned therein you will be liable to process of execution, for the purpose of compelling you to obey the same."

(Title.)

1. I did on the day of 19 , personally serve *G.F.*, of ,
in the county of , &c., with an order made in this matter by this
court, dated the day of , 19 , whereby it was ordered [*set out*
the order] by delivering to and leaving with, the said *G.F.*, at ,
in the county of , a true copy of the said order, and at the
same time producing and showing unto him, the said *G.F.*, the said original
order.

Sworn, &c.

No. 63. (Rules 88-93.)

PROOF OF DEBT. GENERAL FORM.

(Title.)

(a) Fill in full name, address, and occupation of deponent. If proof made by creditor, strike out clauses (b) and (c). If made by clerk of creditor strike out (c). If by clerk or agent of the company strike out (b). (d) Insert "me and to C.D. and E.F., my co-partners in trade (if any)," or, if by clerk or agent insert name, address, and description of principal.

You should attend carefully to these directions.

I (a) _____ of _____ in the county of _____, make oath and say :

(b) That I am in the employ of the under-mentioned creditor, and that I am duly authorised by _____ to make this affidavit, and that it is within my own knowledge that the debt herein-after deposed to was incurred and for the consideration stated, and that such debt, to the best of my knowledge and belief, still remains unpaid and unsatisfied.

(c) That I am duly authorised, under the seal of the company hereinafter named, to make the proof of debt on its behalf.

1. That the above-named company was, at the date of the order for winding-up the same, viz., the _____ day of _____, 19____, and still is justly and truly indebted to (d) _____ in the sum of _____ pounds _____ shillings and _____ pence for (e) _____ as shown by the account endorsed hereon, or by the following account, viz :—

for which sum or any part thereof I say that I have not nor hath (f) _____ or any person by (g) _____ knowledge or belief for (g) _____ order to my received any manner of satisfaction or security whatsoever, save and except use had or the following (h) :—

NOTE THIS.

(c) State consideration [as goods sold and delivered by me (and my said partner) to the company between the dates of [or moneys advanced by me in respect of the under-mentioned bill of exchange] or, as the case may be],

(f) "My said

Admitted to vote for

£ : : day

the of 19 .

Official Receiver or Liquidator.

Admitted to rank for dividend for

£ : : day

this of 19 .

Official Receiver or Liquidator.

(f) "My said
"partners or
"any of them"
or "the above-
"named credi-
"tor" [as the
case may be].
(g) "My," or
"our," or
"their," or
"his" (as the
case may be).

(h) [Here state the particulars of all securities held, and where the securities are on the property of the company assess the value of the same, and if any bills or other negotiable securities be held specify them in the schedule.]

Sworn at _____ in the county of _____, } [Deponent's
this _____ day of _____ 19____. } Signature.]
Before me _____

NOTE.—The proof cannot be admitted for voting at the first meeting unless it is properly completed and lodged with the Official Receiver before the time named in the notice convening the meeting.

[illegible]

PROOF OF DEBT OF WORKMEN.

(Title.)

of

(b)
make an oath and say :

1. That the above-named company was on the _____ day of 19____, and still is justly and truly indebted to the several persons whose names, addresses, and descriptions appear in the schedule endorsed hereon in sums severally set against their names in the sixth column of such schedule for wages due to them respectively as workmen or others in the employ of the company in respect of services rendered by them respectively to the company during such periods as are set out against their respective names in the fifth column of such schedule, for which said sums, or any part thereof, I say that they have not, nor hath any of them had or received any manner of satisfaction or security whatsoever.

Sworn at
in the county of
this
19 .

Before me

, }
 , } Deponent's Signature.
 , }

(a) Fill in full name, address, and occupation of deponent.

(b) On behalf of the workmen and others employed by the above-named company.

SCHEDULE referred to on the other side

1. No.	2. Full Name of Workman.	3. Address.	4. Description.	5. Period over which Wages due.	6. Amount due.		
					£	s.	d.

Signature of Deponent

NOTICE OF REJECTION OF PROOF OF DEBT.

(Title.)

Take notice, that, as [Official Receiver and] Liquidator of the above-named company, I have this day rejected your claim against the company (a) to the extent of £] on the following grounds:—

(a) If proof
wholly re-
jected strike
out words
underlined.

And further take notice that subject to the power of the Court to extend the time, no application to reverse or vary my decision in rejecting your proof will be entertained after the expiration of (b) days from this date.

(b) 21 days or 7 days as the case may be.

Dated this day of 19 .

Signature

Address

To

[Official Receiver and] Liquidator.

No. 66. (Rule 110.)

LIST OF PROOFS TO BE FILED UNDER RULES 110 AND 111.

(Title.)

I hereby certify that the following is a correct list of all proofs tendered to me in the above matter during the past month.

Dated this day of 19 .

Liquidator.

Name of Creditor.	Amount of Proof.			Whether admitted, rejected, or standing over for further consideration.	If admitted, Amount.
	£	s.	d.		

No. 67. (Rule 150.)

NOTICE TO CREDITORS OF INTENTION TO DECLARE DIVIDEND.

(Title.)

(a) Insert here "first" or "second," or "final," or as the case may be.

A (a) dividend is intended to be declared in the above matter. You are mentioned in the statement of affairs, but you have not yet proved your debt.

If you do not prove your debt by the day of 19
you will be excluded from this dividend.

Dated this day of 19

To X.Y.

Liquidator,
[Address.]

CERTIFIED LIST OF PROOFS UNDER RULE 150 (5) COMPANIES (WINDING UP) RULES, AND APPLICATION FOR ISSUE OF CHEQUES FOR DIVIDEND ON COMPANIES LIQUIDATION ACCOUNT.

<i>Re</i>	Court	No.	1
-----------	-------	-----	---

I hereby certify that the following list has been compared with the proofs filed, and that the names of the Creditors and the amounts for which the proofs are admitted are correctly stated.

Dated the day of 19 .

I certify that by my books the sum of £ stands to the credit of the above Company with the Companies Liquidation Account at the Bank of England, and that the sum of £ is required to meet the undermentioned dividends, on proofs which have been duly made and admitted to rank for dividend upon the Company, and I have to request that orders for payment may be issued to me.

* If the proceedings are in a County Court, to be signed by the Registrar. If the proceedings are in the High Court, to be signed by the Liquidator.

The dividend is payable on the _____ day of _____ 19____, and notice of declaration thereof was forwarded to the Board of Trade for insertion in London Gazette, on the _____ day of _____ 19____.

Liquidator.

Date 19 .

{ Address to which Cheques
and Money Orders should
be sent.

To the Board of Trade.

No.	Surname.	Christian Name.	Town on which Post Office Money Order should be drawn.	Amount of Proof.	Sums under £2.	Sums of £2 and above.

No. 70.

NOTICE TO PERSONS CLAIMING TO BE CREDITORS OF INTENTION TO
DECLARE FINAL DIVIDEND.

(Title.)

Take notice that a final dividend is intended to be declared in the above matter, and that if you do not establish your claim to the satisfaction of the court on or before the day of 19 , or such later day as the court may fix, your claim will be expunged, and I shall proceed to make a final dividend without regard to such claim.

Dated this day of 19 .

Liquidator.

To X.Y.

[Address.]

No. 71. (Rule 150 (3).)

NOTICE OF DIVIDEND.

Dividend cheques are cancelled at the expiration of six months from date of issue and money orders at the expiration of twelve months from date of issue.

A fee of 1s. when the dividend does not exceed £1 and 2s. 6d. when the dividend exceeds £1 is chargeable on the re-issue, after cancellation, of dividend cheques and money orders—the fee being payable in Companies (Winding Up) Stamps.

[Please bring this Dividend Notice with you.]

(Title.)

Dividend of in the £.

[Address]

[Date]

Notice is hereby given that a dividend of in the pound has been declared in this matter, and that the same may be received at my office, as above, on the day of 19 , or on any subsequent between the hours of and

Upon applying for payment this notice must be produced entire, together with any bills of exchange, promissory notes or other negotiable securities held by you. If you desire the dividend to be paid to some other person you can sign and lodge with the liquidator an authority in the prescribed Form No. 72. Otherwise if you do not attend personally you must fill up and sign the subjoined Forms of *Receipt and Authority*, when a cheque or money order payable to your order will be delivered in accordance with the *authority*.

To

(Signed)

Liquidator

NOTE.—The receipt or authority should, in the case of a firm, be signed in the firm's name.

RECEIPT.

Received of _____ in this matter the sum
of _____ pounds _____ shillings and _____
pence, being the amount payable to $\frac{\text{me}}{\text{us}}$ in respect of the
dividend of _____ in the £ on $\frac{\text{my}}{\text{our}}$ claim against this company.
Payee's Signature.

£ : :

AUTHORITY FOR DELIVERY.

SIR,
PLEASE deliver to _____
(Insert the name of the person who is to receive the cheque
or money order, or the words " $\frac{\text{me}}{\text{us}}$ by post," at " $\frac{\text{my}}{\text{our}}$ risk,"
if you wish it sent to you in that way.)
the cheque or money order for the dividend payable to $\frac{\text{me}}{\text{us}}$ in this matter.
Payee's signature

To the [Official Receiver and] Liquidator.

No. 72. (Rule 150 (7).)

AUTHORITY TO LIQUIDATOR TO PAY DIVIDENDS TO ANOTHER PERSON.

(Title.)

To the [Official Receiver and] Liquidator.

SIR,

$\frac{I}{We}$ hereby authorise and request you to pay to M

of

(a specimen of whose signature is given below), all dividends as they are declared in the above-named matter, and which may become due and payable to

$\frac{me}{us}$ in respect of the proof of debt for the sum of £ , against the above-named Company, made [by Mr.] on

$\frac{my}{our}$ behalf.

And $\frac{I}{we}$ further request that the cheque or cheques drawn in respect of such dividends may be made payable to the order of the said M whose receipt shall be sufficient authority to you for the issue of such cheque or cheques in his name.

It is understood that this authority is to remain in force until revoked by $\frac{me}{us}$ in writing.

Signatures

Witness to the Signature

of

Witness to the Signature

of

Date

Specimen of Signature of person appointed as above.

Witness to the Signature

Witness to the Signature of person appointed as above.

No. 73. (Rule 151.)

NOTICE OF RETURN TO CONTRIBUTORIES.

Cheques are cancelled at the expiration of six months from date of issue, and money orders at the expiration of twelve months from month of issue.

A fee of 1s. when the return does not exceed £1, and 2s. 6d. when the return exceeds £1, is chargeable on the re-issue, after cancellation, of cheques and money orders—the fee being payable in Companies (Winding-Up) Stamps.

[Please bring this Notice with you.]

(Title.)

Return of £ per share.

[Address]

[Date]

Notice is hereby given that a return of
per share has been declared in this matter, and that the same may be received
at my office, as above, on the day of 19 ,
or on any subsequent day, except Saturday, between the hours of .

Upon applying for payment this notice must be produced entire, together with the share certificate. If you do not attend personally you must forward the share certificate and fill up and sign the subjoined Forms of *Receipt* and *Authority*, when a cheque or money order payable to your order will be delivered in accordance with the *Authority*.

(Signed)

Liquidator.

NOTE.—The receipt should be signed by the contributory personally, or in the case of joint contributories by each.

RECEIPT.

No.

19 .

Received of the pounds in this matter the sum
of shillings and
pence, being the amount payable to in respect of the
return of per share held by in this company.
Contributory's signature

£ : :

SIR,

(Insert the name of the person who is to receive the cheque or money order, or the words "me by post," at "my risk," if you wish it sent to us our you in that way.)

Contributory's signature

No. 74. (Plate 151.)

In the matter of

No.

of 19

[illegible]

No. 75. (Rule 121.)

NOTICE OF MEETING [GENERAL FORM].

(Title.)

Take notice that a meeting of creditors [or contributories] in the above matter will be held at _____ on the _____ day of 19____, at _____ o'clock in the _____ noon.

Agenda.

(a) [Here insert purpose for which meeting called.]

(a)

Dated this _____ day of _____ 19____.

(b) "Liquidator" or "Official Receiver."

(Signed) (b)

Forms of general and special proxies are enclosed herewith. Proxies to be used at the meeting must be lodged not later than _____ o'clock on the _____ day of _____ 19____.

No. 76. (Rule 124.)

AFFIDAVIT OF POSTAGE OF NOTICES OF MEETING.

(Title.)

(a) State the description of the deponent.

I, _____ follows:—

a (a)

, make oath and say as

(b) Insert here "general" or "adjourned general" or "first" meeting of creditors [or contributories as the case may be].

1. That I did on the _____ day of _____ 19____, send to each creditor mentioned in the Company's statement of affairs [or to each contributory mentioned in the register of members of the Company] a notice of the time and the place of the (b) _____ in the form hereunto annexed marked "A."

2. That the notices for creditors were addressed to the said creditors respectively, according to their respective names and addresses appearing in the statement of affairs of the Company.

3. That the notices for contributories were addressed to the contributories respectively according to their respective names and addresses appearing in the register of the Company.

4. That I sent the said notices by putting the same prepaid into the post office at _____ before the hour of _____ o'clock in the _____ noon on the said day.

Sworn, &c.

No. 77. (Rule 124.)

CERTIFICATE OF POSTAGE OF NOTICES (GENERAL).

(Title.)

I, _____, a clerk in the office of the Official Receiver, hereby certify :—

1. That I did on the _____ day of _____, 19____, send to (a) _____, a notice of the time and the place of the first meeting, or (b) _____ in the form hereunto annexed marked "A."

Paragraphs 2, 3, and 4 as in last preceding form.

Signature

Dated

(a) Each creditor mentioned in the statement of affairs, or each contributory mentioned in the Register of Members of the Company, or as the case may be.

(b) "A general meeting," or "adjourned general meeting," or as the case may be.

No. 78. (Rule 131.)

MEMORANDUM OF ADJOURNMENT OF MEETING.

(Title.)

Before

at _____ on the _____ day of _____, 19____, at _____ o'clock.

Memorandum.—The (a) _____ Meeting of (b) _____ in the above matter was held at the time and place above mentioned; but it appearing that (c) _____ the meeting was adjourned until the _____ day of _____ 19____, at _____ o'clock in the _____ noon, then to be held at the same place.

Chairman.

(a) "First" or as the case may be.
(b) Insert "creditors" or "contributories," as the case may be.
(c) Here state reason for adjournment

No. 79. (Rule 127.)

AUTHORITY TO DEPUTY TO ACT AS CHAIRMAN OF MEETING AND USE PROXIES.

(Title.)

I, _____, the Official Receiver of _____ do hereby nominate Mr. _____ of _____ to be chairman of the meeting of creditors [or contributories] in the above matter, appointed to be held at _____ on the _____ day of _____ 19____, and I depute him (a) _____ to attend such meeting and use, on my behalf any proxy or proxies held by me in this matter.

Dated this

day of

19____.

Official Receiver.

(a) Here insert "Being a person in my employment or under my official control" or "being an officer of the Board of Trade."

No. 80. (Rule 147.)

GENERAL PROXY.

(Title.)

(a) If a firm write "we" instead of "I," and set out the full name of the firm.
 (b) Here insert either (but not both) "Mr. of a clerk, manager, &c., in my regular employ," in which case the standing of the person appointed must be clearly set out, or "the Official Receiver in the above matter."
 (c) "My" or "our."
 (d) If a firm, sign the firm's trading title, and add "by A.B., a partner in the said firm."
 (e) The signature of the creditor or contributory appointing a proxy must not be attested as witness by the person nominated as proxy.
 (f) Here state whether clerk or manager in the regular employment of the creditor or contributory or a commissioner to administer oaths in the Supreme Court (see Rule 140).

I, (a) of , a creditor [or contributory] hereby appoint (b) to be (c) general proxy to vote at the Meeting of Creditors [or Contributories] to be held in the above matter on the day of 19 , or at any adjournment thereof.

Dated this day of 19

[Signed (d)]

Signature of Witness (e)

Address.

NOTES.

1. The authorised agent of a corporation may fill up blanks, and sign for the corporation thus:—

For the

Company.
 J.S. (duly authorised under the seal of the Company).

2. The person appointed general proxy must be either the Official Receiver or a person in the regular employ of the Creditor [or Contributory].

Certificate to be signed by person other than Creditor [or Contributory] filling up the above Proxy.

I, of , being a (f) hereby certify that all insertions in the above proxy are in my own handwriting, and have been made by me at the request of the above-named and in his presence, before he attached his signature [or mark] thereto.

Dated this day of 19

Signature

The proxy must be lodged with the Official Receiver or liquidator not later than the time named for that purpose in the notice convening the meeting at which it is to be used

No. 81. (Rule 147.)

SPECIAL PROXY.

(Title.)

I, (a) of , a creditor [or contributory], hereby
appoint (b) as (c) proxy at the meeting of creditors
[or contributories] to be held on the day of 19 ,
or at any adjournment thereof, to vote (d)

Dated this day of 19 .

[Signed] (e)

Signature of Witness

Address.

(a) If a firm, write "we" instead of "I," and set out the full name of the firm.

(b) Here insert either "Mr." or

of "the Official Receiver in the above matter"

(c) "My" or "our."

(d) Here insert the word "for" or the word "against" as the case may require, and specify the particular resolution.

(e) If a firm, sign the firm's trading title, and add "by A.B., partner in the said firm."

NOTES.

1. A creditor (or contributory) may give a special proxy to any person to vote at any specified meeting or adjournment thereof on all or any of the following matters:—

(a) For or against the appointment or continuance in office of any specified person as liquidator or as member of the committee of inspection:

(b) On all questions relating to any matter, other than those above referred to arising at a specified meeting or adjournment thereof.

2. The authorised agent of a corporation may fill up blanks and sign for the corporation thus:—

"For the Company,
J.S. (duly authorised under the seal of the Company)."

Certificate to be signed by person other than Creditor or Contributory filling up the above Proxy.

I, of , being a (f)
hereby certify that all insertions in the above proxy are in my own hand-
writing, and have been made by me at the request of the above-named
and in his presence before he attached his signature (or mark)
thereto.

Dated this day of 19 .

(Signature)

(f) Here state whether clerk or manager in the regular employment of the creditor or contributory or a commissioner to administer oaths in the Supreme Court (see Rule 140).

The proxy must be lodged with the Official Receiver or liquidator not later than the time named for that purpose in the Notice convening the meeting at which it is to be used.

No. 82. (Rule 165.)

APPLICATION TO BOARD OF TRADE TO AUTHORISE A SPECIAL BANK ACCOUNT.

(Title.)

We, the committee of inspection, being of opinion that Mr.
of , the liquidator in the above matter, should have a special
bank account for the purpose of (a)
hereby apply to the Board of Trade to authorise him to make his payments
into and out of the bank.

(a) Here insert grounds of application.

All cheques to be countersigned by
committee of inspection, and by _____ for _____, a member of the

Dated this _____ day of _____ 19 .

_____ } Committee of Inspection.

No. 83. (Rule 165.)

ORDER OF BOARD OF TRADE FOR SPECIAL BANK ACCOUNT.

(Title.)

You are hereby authorised to make your payments in the above matter
into, and out of, the _____ bank.

[Here insert any special terms.]

All cheques to be countersigned by _____ a member of the
committee of inspection, and by _____

Dated this _____ day of _____ 19 .

By order of the Board of Trade.

To

Liquidator.

No. 84. (Rule 168.)

CERTIFICATE AND REQUEST BY COMMITTEE OF INSPECTION AS TO
INVESTMENT OF FUNDS.

(Title.)

We, the Committee of Inspection in the above matter, hereby certify that
in our opinion the cash balance standing to the credit of the above-named
company is in excess of the amount which is required for the time being to
answer demands in respect of such company's estate, and request that the
Board of Trade will invest the sum of £ _____ in Government
securities, to be placed to the credit of the said account for the benefit of the
said company.

Dated this _____ day of _____ 19 .

_____ } Committee of Inspection.

Winding-up Rules (England):—Forms 85-87.

183

No. 85. (Rule 168.)

REQUEST BY COMMITTEE OF INSPECTION TO BOARD OF TRADE TO SELL SECURITIES.

(Title.)

We, the Committee of Inspection in the above matter, hereby certify that a sum of £
company, has been invested in Government Securities, and that the sum of £
is now required to answer demands in respect of the said company. And we request that so much of the said securities as may be necessary for the purpose of answering such demands may be realised by the Board of Trade, and that the amount realised may be placed to the credit of the said company.

Dated this day of , 19 .

_____ } Committee of Inspection.

No. 86. (Rule 169.)

CERTIFICATE BY COMMITTEE OF INSPECTION AS TO AUDIT OF LIQUIDATOR'S ACCOUNTS.

(Title.)

We, the undersigned, members of the committee of inspection in the winding up of the above-named Company, hereby certify that we have examined the foregoing account with the vouchers, and that to the best of our knowledge and belief the said account contains a full, true, and complete account of the liquidator's receipts and payments.

Dated this day of , 19 .

_____ } Committee of Inspection.

No. 87. (Rule 170.)

AFFIDAVIT VERIFYING LIQUIDATOR'S ACCOUNT UNDER SECTION 155.

(Title.)

I, G.H., of , the Liquidator of the above-named Company, make oath and say :—

That *the account hereunto annexed marked B contains a full and true account of my receipts and payments in the winding-up of the above-named Company from the day of 19 , to the day of 19 , inclusive* *and that I have not, nor has any other person by my order or for my use, during such period received any moneys on account of the said Company *other than and except the items mentioned and specified in the said account.*

Sworn at, &c. {

* NOTE.—If no receipts or payments strike out the words in italics.

LIQUIDATOR'S TRADING ACCOUNT UNDER SECTION 155.

G.H. the liquidator of the above-named company in account with the
estate.

PAYMENTS.

Cr

Date.				Date.			

(Date)

Dated this day of 19 .

No. 88A. (Rule 171.)

(Title.)

Sworn, &c.

Liquidator.

No. 89. (Rule 177.)

REQUEST TO DELIVER BILL FOR TAXATION.

(Title.)

I hereby request that you will, within _____ days of this date, or such further time as the Court may allow, deliver to me for taxation by the proper officer your bill of costs [or charges] as (a) _____ failing which, I shall, in pursuance of the Companies (Consolidation) Act and Rules proceed to declare and distribute a dividend without regard to any claim which you may have against the assets of the Company, and your claim against the assets of the Company will be liable to be forfeited.

(a). Here state nature of employment.

Dated this _____ day of _____, 19 ____.

No. 90. (Rule 182.)

CERTIFICATE OF TAXATION.

(Title.)

I hereby certify that I have taxed the bill of costs [or charges] [or expenses] of Mr. C.D. [here state capacity in which employed or engaged] [where necessary add "pursuant to an order of the Court dated the day of _____, 19 ____"], and have allowed the same at the sum of _____ pounds _____ shillings and _____ pence [where necessary add "which sum is to be paid to the said C.D. by _____ as directed by the said order"].

Dated this _____ day of _____, 19 ____.

Taxing Master [or Registrar].

£ : :

No. 92. (Rules 189 and 190.)

[*Re*
This is the Exhibit marked B
referred to in the affidavit
of _____ ; sworn before me
this _____ day of _____ 19 ____ .

No. of }
Company }

A Commissioner for Oaths.]

STATEMENT OF RECEIPTS AND PAYMENTS AND GENERAL DIRECTIONS AS
TO STATEMENTS.

(Name of Company.)

(1.) Every statement must be on sheets 13 inches by 16 inches.

Size of sheets.

(2.) Every statement must contain a detailed account of all the liquidator's realizations and disbursements in respect of the company. The statement of realizations should contain a record of all receipts derived from assets existing at the date of the winding-up order or resolution and subsequently realized, including balance in bank, book debts and calls collected, property sold, &c. ; and the account of disbursements should contain all payments for costs and charges, or to creditors, or contributories. Where property has been realized, the gross proceeds of sale must be entered under realizations, and the necessary payments incidental to sales must be entered as disbursements. These accounts should not contain payments into the companies liquidation account (except unclaimed dividends—see par. 5) or payments into or out of bank, or temporary investments by the liquidator, or the proceeds of such investments when realised, which should be shown separately :—

Form and contents of Statement.

(a) by means of the bank pass book :

(b) by a separate detailed statement of moneys invested by the liquidator, and investments realized.

Interest allowed or charged by the bank, bank commission, &c., and profit or loss upon the realization of temporary investments, should, however, be inserted in the accounts of realizations or disbursements, as the case may be. Each receipt and payment must be entered in the account in such a manner as sufficiently to explain its nature. The receipts and payments must severally be added up at the foot of each sheet, and the totals carried forward from one account to another without any intermediate balance, so that the gross totals shall represent the total amounts received and paid by the liquidator respectively.

(3.) When the liquidator carries on a business, a trading account must be forwarded as a distinct account, and the totals of receipts and payments on the trading account must alone be set out in the statement.

Trading Account.

(4.) When dividends or instalments of compositions are paid to creditors, or a return of surplus assets is made to contributories, the total amount of each dividend, or instalment of composition, or return to contributories, actually paid, must be entered in the statement of disbursements as one sum ; and the liquidator must forward separate accounts showing in lists the amount of the claim of each creditor, and the amount of dividend or composition payable to each creditor, and of surplus assets payable to each contributory, distinguishing in each list the dividends or instalments of composition and shares of surplus assets actually paid and those remaining unclaimed. Each list must be on sheets 13 inches by 8 inches.

Dividends, &c.

(5.) When unclaimed dividends, instalments of compositions or returns of surplus assets are paid into the companies liquidation account, the total amount so paid in should be entered in the statement of disbursements as one sum.

(6.) Credit should not be taken in the statement of disbursements for any amount in respect of liquidator's remuneration unless it has been duly allowed by resolution of the company in general meeting, or by order of court.

LIQUIDATOR'S STATEMENT OF ACCOUNT.

Pursuant to Section 224 of the Companies (Consolidation) Act, 1908.

Name of Company

Nature of proceedings (whether wound up }
by the court, or under the supervision }
of the court, or voluntarily).

Date of commencement of winding up

Date to which statement is brought down

Name and address of liquidator

This statement is required in duplicate.

LIQUIDATOR'S STATEMENT OF ACCOUNT PURSUANT TO S. 224 OF THE COMPANIES (CONSOLIDATION) ACT, 1908.

REALIZATIONS.				DISBURSEMENTS.			
Date.	Of whom received.	Nature of Assets Realized.	Amount.	Date.	To whom paid.	Nature of Disbursements.	Amount.
		Brought forward ...	£ s. d.			Brought forward ...	£ s. d.
		Carried forward ...	£ s. d.			Carried forward ...	£ s. d.

* NOTE.—No balance should be shown on this Account, but only the total Realizations and Disbursements, which should be carried forward to the next Account.

ANALYSIS OF BALANCE.

						£	s.	d.
Total Realizations			
" Disbursements			
Balance			

The Balance is made up as follows :—

1. Cash in hands of liquidator	...	...	...	...	...	£	s.	d.
2. Total payments into Bank, including balance at date of commencement of winding up (<i>as per Bank Book</i>)	...	...	...	...	...
Total withdrawals from Bank	...	...	...	...	...
Balance at Bank	...	...	...	...	...
3. Amount in Companies Liquidation Account	...	...	...	...	...
*4. Amounts invested by liquidator	...	...	...	...	...	£	s.	d.
Less Amounts realized from same	...	...	...	...	...
Balance	...	...	...	...	...
Total Balance as shown above	...	...	...	...	...	£

[NOTE.—Full details of Stocks purchased for investment and of realization thereof should be given in a separate statement.]

* The investment or deposit of money by the liquidator does not withdraw it from the operation of sec. 224 of the Companies (Consolidation) Act, 1908, and any such investments representing money held for six months or upwards must be realized and paid into the Companies Liquidation Account, except in the case of investments in Government securities, the transfer of which to the control of the Board of Trade will be accepted as a sufficient compliance with the terms of the section.

NOTE.—The liquidator should also state—

- (1.) The amount of the estimated assets and liabilities at the date of the commencement of the winding up. { Assets (after deducting amounts charged to secured creditors and debenture holders) ... £
Liabilities ... { Secured creditors ... £
Debenture holders ... £
Unsecured creditors £

- (2.) The total amount of the capital paid up at the date of the commencement of the winding up. { Paid up in cash ... £
Issued as paid up otherwise than for cash ... £

- (3.) The general description and estimated value of outstanding assets (if any).

(4.) The causes which delay
the termination of the
winding up. }

(5) The period within which
the winding up may
probably be completed. }

No. of Company

No. 93. (Rules 189 and 190.)

AFFIDAVIT VERIFYING STATEMENT OF LIQUIDATOR'S ACCOUNT UNDER
SECTION 224.

(Name of Company.)

I,
of
the liquidator of the above-named Company, make oath and say :—That *the*
account hereunto annexed marked B, contains a full and true account of my
receipts and payments in the winding up of the above-named Company, from
the day of 19 , to the day of 19 ,
inclusive, *and that* I have not, nor has any other person by my order or for
my use during such period, received or paid any moneys on account of the said
Company, **other than and except the items mentioned and specified in the said*
account.

I further say that the particulars given in the annexed Form 92, marked B.,
with respect to the proceedings in and position of the liquidation, are true to
the best of my knowledge and belief.

Sworn at

}

* NOTE.— If no receipts or payments, strike out the words in italics.

The affidavit is *not* required in Duplicate, but it must in every case be
accompanied by a statement on Form 92 in duplicate.

No of Company

No. 94.

LIQUIDATOR'S TRADING ACCOUNT UNDER SECTION 224.

(Name of Company.)

Insert here the
name of the
Company.
Insert here the
name of the
Liquidator

the Liquidator of the above-named Company in account with the Estate.
This Account is required in Duplicate in addition to Form No. 92.

No. 96.

No. of Company

LIST OF AMOUNTS PAID OR PAYABLE TO CONTRIBUTORIES.

(Name of Company.)

I hereby certify that a return of surplus assets was declared payable to Contributors on and after the _____ day of _____ 19____, at the rate of _____ per Share, and that the Contributors whose names are set forth below are entitled to the Amounts set opposite their respective names, and have been paid such amounts except in the cases specified as unclaimed.

Liquidator.

Dated the day of 19 .

To the Board of Trade.

[illegible]

This List is required in duplicate.

Winding-up Rules (England) :—Forms 97, 98. 195

No. 97. (Rule 192.)

AFFIDAVIT VERIFYING ACCOUNT OF UNCLAIMED AND UNDISTRIBUTED FUNDS.

(Title.)

I, _____ of _____ make oath and say that the particulars entered in the statement hereunto annexed, marked A, are correct, and truly set forth all money in my hands or under my control, representing unclaimed or undistributed assets of the above company, and that the amount due by me to the Companies Liquidation Account in respect of unclaimed dividends and undistributed funds is £ _____

Signature.

Sworn, &c.

No. 98. (Rule 197.)

NOTICE TO CREDITORS AND CONTRIBUTORIES OF INTENTION TO APPLY FOR RELEASE.

(Title.)

Take notice that I, the undersigned liquidator of the above-named Company, intend to apply to the Board of Trade for my release, and further take notice that any objection you may have to the granting of my release must be notified to the Board of Trade within twenty-one days of the date hereof.

A summary of my receipts and payments as liquidator is hereto annexed.

Dated this _____ day of _____, 19 ____.

Liquidator.

To

NOTE.—Section 157 (3) of the Companies (Consolidation) Act, 1908, enacts that "An order of the Board releasing the liquidator shall discharge him from all liability in respect of any act done or default made by him in the administration of the affairs of the Company, or otherwise in relation to his conduct as liquidator, but any such order may be revoked on proof that it was obtained by fraud or by suppression or concealment of any material fact."

No. 99. (Rule 197.)

APPLICATION BY LIQUIDATOR TO BOARD OF TRADE FOR RELEASE.

(Title.)

I, the liquidator of the above-named Company, do hereby report to the Board of Trade as follows :—

1. That the whole of the property of the Company has been realised for the benefit of the creditors and contributories [and a dividend to the amount of shillings in the pound has been paid as shown by the statement hereunto annexed, and a return of per share has been made to the contributories of the Company] ;

[or That so much of the property of the Company as can, according to the joint opinion of myself and the committee of inspection, hereunto annexed, in writing under our hands, be realised without needlessly protracting the liquidation, has been realised, as shown by the statement hereunto annexed, and a dividend to the amount of shillings has been paid, together with a return of per share to the contributories of the Company] ; (a)

2. I therefore request the Board of Trade to cause a report on my accounts to be prepared, and to grant me a certificate of release.

Dated this day of , 19 .

Liquidator.

(a) Add if necessary, "That the rights of the contributories between themselves have been adjusted."

No. 100. (Rule 197.)

STATEMENT TO ACCOMPANY NOTICE OF APPLICATION FOR RELEASE.

(Title.)

Statement showing position of Company at date of application for release.

Cr.

Dr.			Estimated to produce as per company's statement of affairs.			Receipts.			By Board of Trade and Court fees (including Stationery, Printing, and Postages in respect of Contributories, Creditors, and Debtors, and fee for audit)			Payments.		
			£	s.	d.	£	s.	d.	£	s.	d.	£	s.	d.
To total receipts from date of winding-up order, viz.:- (State particulars under the several headings specified in the Statement of Affairs.)														
Receipts per trading account - -									Law costs of petition					
Other receipts - -									Law costs of Solicitor to Liquidator -					
Total - -									Other law costs -					
									Liquidator's remuneration, viz.:-					
									per cent. on £ assets realised -					
									per cent. on £ assets distributed in dividend -					
									Shortband writer's charges -					
									Special manager's charges -					
									Person appointed to assist in preparation of Statement of Affairs -					
									Auctioneer's charges as taxed -					
									Other taxed costs -					
									Costs of possession and maintenance of estate -					
									Costs of notices in Gazette and local papers -					
									Incidental outlay -					
									Total costs and charges -					
									Creditors, viz.:-					
									(a.) Preferential -					
									(a.) Unsecured: dividend of s. d. in the £ on £					
									The estimate of amount expected to rank for dividend was £					
									Amount returned to contributories -					
									Balance -					

(a) State number of creditors.

Assets not yet realized, including calls, estimated to produce £

(Add here any special remarks the liquidator thinks desirable.)

Creditors can obtain any further information by inquiry at the office of the liquidator.

Dated this day of 19 .

(Signature of Liquidator)

(Address)

No. 101. (Rule 208.)

REGISTER OF WINDING-UP ORDERS TO BE KEPT IN THE COURTS.

Number of Winding-up Order.	Number of Petition.	Date of Petition.	Date of Winding-up Order.	Dates of Public Examinations (if any).	Liquidator.

No. 102. (Rule 208.)

REGISTER OF PETITIONS TO BE KEPT IN THE COURTS.

No. of Petition.	Name of Company.	Address of Registered Office.	Descrip- tion of Company.	Date of Petition.	Petitioner.	Date of Winding- up Order.

No. 103. (Rule 209.)

NOTICES FOR LONDON GAZETTE.

(1.) *Notice of Winding-up Order.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Date of Order.	Date of Presentation of Petition.

(2.) *Notice of first Meetings.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Date of First Meeting.	Hour.	Place.
				Creditors :		
				19		
				Contribu-		
				tories :		
				19		

(3). *Notice of Day appointed for Public Examination.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Date fixed for Examination.	Names of Persons to be Examined.	Hour.	Place.

(4.) *Notice of Intended Dividend.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Last Day for receiving Proofs.	Name of Liquidator.	Address

(5.) *Notice of Dividend.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter	Amount per £	First and final or otherwise.	When payable.	Where payable.

(6.) *Notice of Return to Contributors.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter	Amount per Share.	First and final or otherwise.	When payable.	Where payable.

(7.) *Notice of Appointment of Liquidator.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Liquidator's Name.	Address	Date of Appointment.

(8.) *Notice of Removal of Liquidator.*

Name of Company.	Address of Registered Office.	Court	Number of Matter.	Liquidator's Name.	Liquidator's Address.	Date of Removal

(9.) *Notice of Release of Liquidator.*

Name of Company.	Address of Registered Office.	Court.	Number of Matter.	Liquidator's Name.	Liquidator's Address.	Date of Release.

No. 104. (Rule 210.)

MEMORANDUM OF ADVERTISEMENT OR GAZETTING.

(Title.)

Name of Paper.	Date of Issue.	Date of Filing.	Nature of Order, &c.

(Signed)