

No. 50 of 1976

AN ORDINANCE

To amend the *Companies Ordinance 1962.*

I, THE GOVERNOR-GENERAL of the Commonwealth of Australia, acting with the advice of the Federal Executive Council, hereby make the following Ordinance under the *Seat of Government (Administration) Act 1910.*

Dated this fourteenth day of October, 1976.

JOHN R. KERR
Governor-General.

By His Excellency's Command,

JOHN HOWARD
Minister of State for Business and Consumer Affairs,
acting for and on behalf of the Attorney-General.

COMPANIES (AMENDMENT) ORDINANCE (No. 2) 1976

1. This Ordinance may be cited as the *Companies (Amendment) Ordinance (No. 2) 1976.** Short title.

2. This Ordinance shall come into operation on 1 November 1976. Commencement.

3. Section 349 of the *Companies Ordinance 1962*† is amended by omitting from sub-section (1) the words and figures "item 17 or 18" and substituting the words and figures "item 18, 19 or 20". Fees payable by foreign companies in certain cases.

4. The Second Schedule to the *Companies Ordinance 1962* is repealed and the following Schedule substituted:— Second Schedule.

SECOND SCHEDULE Sections 7, 349 and 386
FEES TO BE PAID TO THE REGISTRAR

	\$
1. On lodging the memorandum of a company having a share capital	60.00
2. For registration of a company whose nominal share capital does not exceed \$10,000	60.00
3. For registration of a company whose nominal share capital exceeds \$10,000, an amount of \$60 together with—	
(a) for each \$1,000, or part of \$1,000, by which the nominal share capital exceeds \$10,000 but does not exceed \$200,000	2.50
(b) for each \$1,000, or part of \$1,000, by which the nominal share capital exceeds \$200,000 but does not exceed \$1,000,000	1.50
(c) for each \$1,000, or part of \$1,000, by which the nominal share capital exceeds \$1,000,000	0.50

* Notified in the *Australian Government Gazette* on 25 October 1976.
† Ordinance No. 7, 1962, as amended by No. 11, 1962; No. 19, 1963; Nos. 11 and 13, 1966; No. 31, 1968; Nos. 4, 10 and 28, 1969; No. 5, 1971; No. 16, 1972; No. 19, 1972; No. 9, 1973; No. 9, 1974; and No. 32, 1976.

SECOND SCHEDULE—continued

4. On lodging notice of increase of share capital, a fee equal to the difference between—
- the registration fee that would be payable if the company were registering with a nominal share capital equal to its nominal share capital immediately before the increase; and
 - the registration fee that would be payable if the company were registering with a nominal share capital equal to its nominal share capital after the increase,
- and, in addition, if the company—
- was registered before 1 August, 1960 with a nominal share capital less than £5,000; and
 - immediately before the increase had a nominal share capital less than \$10,000,
- a fee of \$15 for each \$1,000, or part of \$1,000, included in the difference between \$10,000 and the amount of the nominal share capital immediately before the increase.
5. On lodging the memorandum and articles of association of a company not having a share capital (other than a proposed company in respect of which a direction has been given under sub-section 24 (1)) 25.00
6. For the registration of a company not having a share capital—
- where the number of members with which the company is registered does not exceed 20 50.00
 - where the number of such members exceeds 20 but does not exceed 100 75.00
 - where the number of such members exceeds 100 but does not exceed 8,100—for the first 100 75.00
for each 50 (or part of 50) by which the number of such members exceeds 100 1.50
 - where the number of such members exceeds 8,100 315.00
 - where the number of members is stated in the articles of association to be unlimited 315.00
7. On lodging with the Registrar notice of increase in the number of members of a company not having a share capital, if there is a difference between—
- the registration fee that would be payable if the company were registering with a number of members equal to the number of its registered members immediately before the increase; and
 - the registration fee that would be payable if the company were registering with a number of members equal to the number of its registered members after the increase,
- a fee equal to the difference.
8. For an application for the consent of the Minister to the use of a name by a corporation 15.00
9. For the consent of the Minister to the use of a name by a corporation .. 30.00
10. For the approval of the Registrar to the change of name of a company, other than a change of name directed by the Registrar pursuant to sub-section 23 (2) or a change of name pursuant to sub-section 24 (2) 30.00
11. For an application to the Minister for a licence under section 24 15.00
12. For a licence under section 24 30.00
13. For the approval of the Minister or Registrar to alter the memorandum or articles of a company 10.00
14. On lodging a request to the Registrar to exercise the powers conferred by section 309 or 311 15.00
15. For every act done by the Registrar as representing a defunct company under section 309 25.00
16. For every act done by the Registrar as representing a defunct company under section 311 25.00
17. Except where the Registrar is satisfied that just cause exists for the failure to lodge a document before the date on which it is lodged, on late lodging of a document under this Ordinance, in addition to any other fee—
- if lodged within one month after the prescribed time, such amount, not exceeding \$5.00, as the Registrar fixes;
 - if lodged later than one month after the prescribed time, such amount, not exceeding \$20.00, as the Registrar fixes.

SECOND SCHEDULE—*continued*

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18. For the registration of a foreign company—

(a) in the case of a foreign company having a share capital, not being a corporation referred to in sub-paragraph (c), one-half of the sum of the fees that would be payable in respect of the lodgment of the memorandum and the registration of the company if the company were being registered under Part III, those fees being calculated as if, in the case of a company whose share capital includes shares having no fixed nominal amount, the amount of each such share were—

(i) where the instrument constituting the company fixes the maximum amount at which such shares may be issued—that amount; and

(ii) in any other case—\$1.00;

(b) in the case of a foreign company not having a share capital, being a company whose membership is limited by the document constituting the company or by the rules of the company but not being a corporation referred to in sub-paragraph (c), one-half of the sum of the fees that would be payable in respect of the lodgment of the memorandum and the registration of the company if the company were being registered under Part III;

(c) in the case of a corporation authorized by the law of a State or Territory to take in its own name a grant of probate of the will, or letters of administration of the estate, of a deceased person 200.00

(d) in any other case 250.00

19. On lodging by a foreign company (not being a foreign company referred to in paragraph 20) of notice of increase in share capital or, in the case of a foreign company not having a share capital, on the lodging of notice of increase in the number of members—one-half of the fee that would be payable on the lodging of the notice if the company were registered under Part III.

20. On the lodging by a foreign company, the share capital of which consists wholly or partly of shares having no fixed nominal amount, of notice of increase of share capital—one-half of the fee that would be payable if the company were registered under Part III and the amount of each such share were—

(a) where the instrument constituting the company fixes the maximum amount at which such shares may be issued—that amount; and

(b) in any other case—\$1.00.

21. For registering a charge created by a corporation 20.00

22. For registering particulars of a series of debentures 20.00

23. On lodging particulars of each issue of debentures in a series where there is more than one issue in the series 10.00

24. On lodging an application for the reservation of a name 10.00

25. On lodging articles of association of a company 5.00

26. On lodging a copy of a special resolution altering the articles of association of a company 5.00

27. On lodging a copy of a special resolution altering the memorandum of association of a company with respect to its objects 5.00

28. For an application to the Registrar for the approval of a deed under section 78 50.00

29. On lodging a statement in lieu of prospectus 25.00

30. On lodging, in relation to a corporation that is a foreign company incorporated in a State or Territory, a prospectus or a statement under section 82, being a prospectus or statement registered or acceptable for registration in that State or Territory 25.00

31. On lodging a prospectus or a statement under section 82, other than a prospectus or statement referred to in item 30 50.00

32. For an application to the Registrar for the approval of a deed amending a deed approved under section 78 25.00

33. On lodging under section 78 a deed or a copy of a deed 5.00

34. On lodging an annual return of a company which is an exempt proprietary company or a corporation referred to in sub-section 348 (5) 15.00

35. On lodging an annual return of a company, other than a company to which item 34 or 36 applies 20.00

36. On lodging an annual return of a corporation holding a licence under section 24 or a corresponding previous law of the Territory or a corporation holding a licence under a law of a State or Territory corresponding to section 24 10.00

SECOND SCHEDULE—*continued*

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37. On lodging a balance sheet of a foreign company in pursuance of section 348	20.00
38. On lodging an application under section 44 or 374	15.00
39. On lodging an application to the Registrar under section 161B	25.00
40. On lodging an appeal under section 161B to the Companies Auditors Board	20.00
41. On lodging any other application	5.00
42. For entry in the register of charges of particulars of a memorandum of satisfaction	10.00
43. For a certificate issued by the Registrar under this Ordinance	3.00
44. For a search in the office of the Registrar as to the availability of any name proposed to be adopted by a corporation or proposed corporation—for each name searched	3.00
45. For lodging an application under section 162C	30.00
46. For any other act by the Registrar which he is required or authorized to do under this Ordinance and for which a fee is not elsewhere prescribed	5.00
47. On lodging, registering, depositing or filing a document with or by the Registrar for the lodging, registering, depositing or filing of which a fee is not elsewhere prescribed	5.00
48. On a subpoena served on the Registrar to produce a document in his custody And, in addition, if the Registrar so requires, such other expenses as are reasonably incurred in the production of the document.	10.00
49. For inspection of a document or documents in the custody of the Registrar or a transparency or reproduction of such document or documents (other than an inspection made by or on behalf of the Australian Broadcasting Commission, the holder of a licence for a commercial broadcasting or television station or the proprietor or publisher of a newspaper generally available to the public)—	
(a) in the case of the documents, or any of the documents, filed or lodged by or in relation to a corporation	2.50
(b) in any other case	0.50
50. For the supply of an uncertified copy of a document where the fee prescribed by paragraph 49 has been paid—for each page of the copy	0.20
51. For the supply of an uncertified copy of a document where the fee prescribed by paragraph 49 has not been paid—	
(a) for the first two pages of the copy	1.50
and	
(b) for each additional page	0.20
52. For an inquiry by letter involving a search for a document filed or lodged by or in relation to a corporation	3.50
53. For the supply of an uncertified copy of a document where the fee prescribed by paragraph 52 has been paid—for each page of the copy	0.20
54. For a search or inspection, in relation to a particular corporation, of the registers and documents kept by the Registrar in accordance with Division 7 of Part IV	0.50
55. For certifying a copy of an extract from a document filed or lodged with the Registrar of which a typewritten or printed copy is supplied by an applicant—	
for one page	2.00
for each additional page	0.50
56. For the supply of a certified copy of a document filed or lodged with the Registrar—	
for one page	3.00
for each additional page	1.50
57. For a search in the office of the Registrar for which a fee is not elsewhere prescribed	2.00

Fees payable with respect to corporations formed or incorporated outside the Commonwealth shall, where appropriate, be calculated after the conversion of the amount of the share capital of the corporation into Australian currency.