



CHWP000

COMPANIES FORM No. 155(6)b

Declaration by the directors of a holding company in relation to assistance for the acquisition of shares

155(6)b

Please do not write in this margin

Pursuant to section 155(6) of the Companies Act 1985

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

To the Registrar of Companies (Address overleaf - Note 5)

For official use

Company number

Official use stamp box

Company number input box

Name of company

Name of company input box with asterisk

Note Please read the notes on page 3 before completing this form.

* insert full name of company

I/We Ø _____

Ø insert name(s) and address(es) of all the directors

Multiple lines for director names and addresses

† delete as appropriate

[the sole director][all the directors]† of the above company (hereinafter called 'this company') do solemnly and sincerely declare that:

§ delete whichever is inappropriate

The business of the company is:

- (a) that of a [recognised bank][licensed institution]† within the meaning of the Banking Act 1979§
(b) that of a person authorised under section 3 or 4 of the Insurance Companies Act 1982 to carry on insurance business in the United Kingdom§
(c) something other than the above§

The company is [the][a] holding company of* _____

_____ which is

proposing to give financial assistance in connection with the acquisition of shares

in [this company][_____

_____ the holding company of this company.]†

Presenter's name address and reference (if any) :

For official Use (10/03) General Section

Post room

The assistance is for the purpose of [that acquisition][reducing or discharging a liability incurred for the purpose of that acquisition]. † (note 1)

Please do not write in this margin

The number and class of the shares acquired or to be acquired is: _____

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

The assistance is to be given to: (note 2) _____

The assistance will take the form of:

The person who [has acquired][will acquire] † the shares is:

† delete as appropriate

The principal terms on which the assistance will be given are:

The amount (if any) by which the net assets of the company which is giving the assistance will be reduced by giving it is _____

The amount of cash to be transferred to the person assisted is £ _____

The value of any asset to be transferred to the person assisted is £ _____

Please do not write in this margin

The date on which the assistance is to be given is _____

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

I/We have formed the opinion, as regards this company's initial situation immediately following the date on which the assistance is proposed to be given, that there will be no ground on which it could then be found to be unable to pay its debts. (note 3)

* delete either (a) or (b) as appropriate

(a) [I/We have formed the opinion that this company will be able to pay its debts as they fall due during the year immediately following that date]* (note 3)

(b) [It is intended to commence the winding-up of this company within 12 months of that date, and I/we have formed the opinion that this company will be able to pay its debts in full within 12 months of the commencement of the winding up.]* (note 3)

And I/we make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at _____

Declarants to sign below

	Day	Month	Year						
on									

before me _____

A Commissioner for Oaths or Notary Public or Justice of the Peace or a Solicitor having the powers conferred on a Commissioner for Oaths.

NOTES

1 For the meaning of "a person incurring a liability" and "reducing or discharging a liability" see section 152(3) of the Companies Act 1985.

2 Insert full name(s) and address(es) of the person(s) to whom assistance is to be given; if a recipient is a company the registered office address should be shown.

3 Contingent and prospective liabilities of the company are to be taken into account - see section 156(3) of the Companies Act 1985.

4 The auditors report required by section 156(4) of the Companies Act 1985 must be annexed to this form.

5 The address for companies registered in England and Wales or Wales is:-

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

or, for companies registered in Scotland:-

The Registrar of Companies
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh

or LP-4 Edinburgh 2