



# BR1

**CHWP000**

This form should be completed in black.

**Return delivered for registration of a branch of an overseas company**

(Pursuant to Schedule 21A, paragraph 1 of the Companies Act 1985)

Corporate name  
(See note 5) (name in parent state)  
Business name  
(if different to corporate name)  
**Country of Incorporation**  
Identity of register  
(if applicable)  
  
Legal form  
(See note 3)

For office use only	<input type="checkbox"/> CN	<input type="checkbox"/> BN

<sup>1</sup> See note 2

## PART A - COMPANY DETAILS <sup>1</sup>

\* State whether the company is a credit or financial institution

\* Is the company subject to Section 699A of the Companies Act 1985?

YES

NO

**(1) These boxes need not be completed by companies formed in EC member states**

**Governing law**  
(See note 4)

**Accounting requirements**

Period for which the company is required to prepare accounts by parent law. from \_\_\_\_\_ to \_\_\_\_\_

Period allowed for the preparation and public disclosure of accounts for the above period \_\_\_\_\_ months

(04/02)

(2) This box need NOT be completed by companies from EC member states, OR where the constitutional documents of the company already show this information.

Address of principal place of business in home country

Objects of company

Issued share capital

_____
_____
_____
_____ Currency _____

**Company Secretary(ies)**

(See note 10)

Name

\* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

Address ††

* Style / Title _____
Forenames _____
Surname _____
* Honours etc. _____
Previous Forenames _____
Previous surname _____
_____
Post town _____
County / Region _____
Postcode _____ Country _____

**Company Secretary(ies)**

(See note 10)

Name

\* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

Address ††

* Style / Title _____
Forenames _____
Surname _____
* Honours etc. _____
Previous Forenames _____
Previous surname _____
_____
Post town _____
County / Region _____
Postcode _____ Country _____

(You may photocopy this page if required)

## Directors

(See note 10)

### Name

\* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

### Address ††

\* Style / Title \_\_\_\_\_

Forenames \_\_\_\_\_

Surname \_\_\_\_\_

\* Honours etc. \_\_\_\_\_

Previous Forenames \_\_\_\_\_

Previous surname \_\_\_\_\_

Post town \_\_\_\_\_

County / Region \_\_\_\_\_

Postcode \_\_\_\_\_ Country \_\_\_\_\_

Date of Birth 

Day	Month	Year

Nationality \_\_\_\_\_

Business Occupation \_\_\_\_\_

Other Directorships \_\_\_\_\_

### SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

The extent of the authority to represent the company is :- (give details)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

These powers :-

#  May be exercised alone

OR

#  Must be exercised with :-

(Give name(s) of co-authorised person(s))

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

(You may photocopy this page as required)

## Directors

(See note 10)

### Name

\* Voluntary details

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address

Address ††

### SCOPE OF AUTHORITY

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.) Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

(You may photocopy this page as required)

\* Style / Title \_\_\_\_\_

Forenames \_\_\_\_\_

Surname \_\_\_\_\_

\* Honours etc. \_\_\_\_\_

Previous Forenames \_\_\_\_\_

Previous surname \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Post town \_\_\_\_\_

County / Region \_\_\_\_\_

Postcode \_\_\_\_\_ Country \_\_\_\_\_

Day Month Year

Date of Birth 

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Nationality \_\_\_\_\_

Business Occupation \_\_\_\_\_

Other Directorships \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

The extent of the authority to represent the company is :- (give details)

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

These powers :-

#  May be exercised alone

OR

#  Must be exercised with :-

(Give name(s) of co-authorised person(s))

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

## Constitution of company

to 9)

(See notes 6

# Mark box(es)  
as applicable

\* Delete as applicable

AND/OR

A certified copy of the constitutional documents and latest accounts of the company, together with a certified translation of them if they are not in the English language, must accompany

AND/OR

The company may rely on constitutional and accounting documents previously filed in respect of another branch registered in the United Kingdom.

AND/OR

The company may rely on particulars about the company previously filed in respect of another branch in that part of Great Britain, provided that any alterations have been notified to the Registrar.

AND/OR

The company may also rely on constitutional documents and particulars about the company officers previously filed in respect of a former Place of Business of that company, provided that any alterations have been notified to the Registrar.

NOTE :- In all cases, the registration number of the branch or place of

#  A certified copy of the instrument constituting or defining the constitution of the company  
AND  
 \* A certified translation  
\* is / are delivered for registration

#  A copy of the latest accounts of the company  
AND  
 \* A certified translation  
\* is / are delivered for registration

#  The Constitutional documents (\* and certified translations)  
AND / OR  
 The latest accounts (\* and certified translations)  
of the company were previously delivered on the registration of the branch of the company at :-  
Cardiff  Edinburgh  Belfast   
Registration no.

the particulars about the company were previously delivered in respect of a branch of the company registered at THIS registry.  
Registration no.

The Constitutional documents (\* and certified translation)  
AND / OR  
 Particulars of the current directors and secretary(ies)  
were previously delivered in respect of a place of business of the company registered at THIS registry.  
Registration no.

## PART B - BRANCH DETAILS

### Persons authorised to represent the company or accept service of process

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

\* Delete as appropriate

#### SCOPE OF AUTHORITY

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

\* Style / Title \_\_\_\_\_

Forenames \_\_\_\_\_

Surname \_\_\_\_\_

Address †† \_\_\_\_\_  
\_\_\_\_\_

Post town \_\_\_\_\_

County / Region \_\_\_\_\_ Postcode \_\_\_\_\_

Is #  Authorised to accept service of process on the company's behalf

\* AND/OR

Is #  Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

These powers :-

#  May be exercised alone

OR

#  Must be exercised with :-

(Give name(s) of co-authorised person(s))

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Persons authorised to represent the company or accept service of process**

Give details of all persons who are authorised to represent the company as permanent representatives of the company in respect of the business of the branch.

Give details also of all persons resident in Great Britain, who are authorised to accept service or process on the company's behalf.

\* Delete as appropriate

**SCOPE OF AUTHORITY**

(This part does not apply to a person only authorised to accept service on behalf of the company)

Give brief particulars of the extent of the powers exercised. (e.g. whether they are limited to powers expressly conferred by the instrument of appointment; or whether they are subject to express limitations.)

Where the powers are exercised jointly give the name(s) of the person(s) concerned. You may cross refer to the details of person(s) disclosed elsewhere on the form.

# Mark box(es) as appropriate

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, give the registered or principal office address.

(You may photocopy this page as required)

\* Style / Title \_\_\_\_\_

Forenames \_\_\_\_\_

Surname \_\_\_\_\_

Address †† \_\_\_\_\_  
 \_\_\_\_\_

Post town \_\_\_\_\_

County / Region \_\_\_\_\_ Postcode \_\_\_\_\_

Is #  Authorised to accept service of process on the company's behalf

\* AND/OR

Is #  Authorised to represent the company in relation to that business

The extent of the authority to represent the company is :- (give details)

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

These powers :-

#  May be exercised alone

OR

#  Must be exercised with :- (Give name(s) of co-authorised person(s))

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**Address of branch**

(See note 11)

Address \_\_\_\_\_  
 \_\_\_\_\_  
 Post town \_\_\_\_\_  
 County / Region \_\_\_\_\_ Postcode \_\_\_\_\_

**Branch Details**

(See note 12)

	Day	Month	Year
Date branch opened	<input type="text"/>	<input type="text"/>	<input type="text"/>
Business carried on at branch	_____		
	_____		
	_____		

**SIGNATURE**

**Signed** \_\_\_\_\_  
 (\* Director / Secretary / Permanent representative)

**Date** \_\_\_\_\_

This form contains ..... continuation sheets.

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Name \_\_\_\_\_

Address \_\_\_\_\_  
 \_\_\_\_\_

Postcode \_\_\_\_\_

Telephone \_\_\_\_\_ Extension \_\_\_\_\_

When completed, this form together with any enclosures should be delivered to the Registrar of Companies at

For branches established in England and Wales

For branches established in Scotland

Companies House  
Crown Way  
Cardiff  
CF14 3UZ

Companies House  
37 Castle Terrace  
Edinburgh  
EH1 2EB

DX 235 Edinburgh  
or LP - 4 Edinburgh 2

## NOTES

Read these notes carefully before completing the form.

### 1. Registration requirement

Every overseas company setting up a place of business in Great Britain must register with the appropriate registry of the jurisdiction in which the place of business is situated. (For further guidance please refer to the Companies House notes on "Overseas Companies").

If a "Place of Business" is being established then FORM 691 must be used: if a branch is being registered then THIS FORM must be used.

A company must register all of its branches.

The requirement to register applies to any limited company which is incorporated outside the United Kingdom and which establishes a branch in Great Britain. Northern Ireland companies, being within the UK, are not required to register any branches in Great Britain. They are, however, required to register as having a place of business by submitting form 691 when they set up business in Great Britain.

### 2. Completion of form BR1

If this is the first registration of a branch of an overseas company in the UK, ALL the relevant details of the form must be completed. If a previous branch of the company has already been registered in the UK, and has not closed, registration of the second and any subsequent branches need not complete Part A (Company details) (provided any alterations to those details have been updated), but must complete Part B (Branch details).

The forms should be delivered to the relevant Registrar with supporting documents within 1 month of having opened the branch.

### 3. "Legal Form"

The details of the company's legal form must be disclosed. This includes whether the company is a private or public company, whether it is limited, and, if so, the manner of limitation.

### 4. "Governing Law"

A company which is not incorporated in an EC member state must state the law under which it is incorporated. This means the relevant rules or legislation which regulate the incorporation of companies in that state: e.g. "Companies Act of (state) 19XX".

### 5. Names

An overseas company wishing to register its corporate name is subject to the same regulations as British companies. Accordingly, any name which an overseas company wishes to use may be unacceptable or only permissible with the approval of the Secretary of State. A company which is served a notice to this effect may then complete form 694(4)(a) giving another

name, approved by the Secretary of State, under which it proposes to carrying on business in Great Britain.

### 6. Delivery of documents in respect of more than one branch.

If the constitutional documents and last accounts of the company have been delivered in respect of another branch in the UK, prior to registration of this branch, the company may rely on these deliveries rather than delivering another set of documents. The company must mark the appropriate boxes, stating the branch in respect of which those documents have already been delivered, the branch number, and the place at which they were registered.

If the company particulars have been delivered in respect of another branch of the company in THE SAME PART of Great Britain prior to registration of this branch (and any alterations have been updated), the company may rely on this delivery, rather than re-disclosing the particulars on this form.

### 7. Delivery of documents where previous place of business has been registered.

Where the constitutional documents, and the particulars of the directors and secretary(ies) have been delivered in respect of a former place of business in THE SAME PART of Great Britain (and changes to those documents or particulars have been updated), the company may rely on those deliveries rather than re-delivering the documents or re-disclosing those particulars in respect of the branch.

### 8. Certification of constitutional documents.

A copy of the document(s) constituting or defining the company must be certified in the place of incorporation to be a true copy by:

- (a) an official of the Government in whose custody the original is committed; or
- (b) a notary public; or
- (c) an officer of the company on oath taken before
  - (i) a person having authority in that place to administer an oath; or
  - (ii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889.

### 9. Translations.

If the constitutional documents of the company or the latest accounts and reports are not written in the English language, they must be accompanied by a certified translation. This must be done in the following manner:

- (a) if the translation is made in the United Kingdom, by:
  - (i) a notary public in any part of the United Kingdom;
  - (ii) a solicitor (if the translation was made in Scotland, a solicitor of the Supreme Court of Judicature of England and Wales (if it was made in England or Wales), or a solicitor of the

## Notes (continued)

Supreme Court of Judicature of Northern Ireland (if it was made in Northern Ireland); or  
(iii) a person certified by a person mentioned above to be known to him to be competent to translate the document into English; or

(b) if the translation was made outside the United Kingdom, by:

- (i) a notary public;
- (ii) a person authorised in the place where the translation was made to administer an oath;
- (iii) any of the British officials mentioned in section 6 of the Commissioners for Oaths Act 1889;
- (iv) a person certified by a person mentioned above known to him to be competent to translate the document into English.

### 10. Directors and secretary's details.

"Directors" includes any person who occupies the position of director regardless of what name he is called.

For an individual, show the full names, NOT INITIALS, together with any previous names. However, previous names need not be given in the case of:

- a married woman, the name by which she was known prior to marriage;
- any former name which has been changed or disused since the age of 18, OR for at least 20 years.
- a peer, or an individual normally known by a title, you may state that title instead of the name by which that person was known before adopting the title.

If the director or secretary is a corporation or Scottish firm, show the corporate or firm name on the surname line.

### Addresses.

Give the usual residential address.

In the case of a corporation or Scottish form, give the registered or principal office address.

### 11. Branch address.

Give the address of the principal place of business of the branch. For branches registering in England and Wales, this address must be in England or Wales. For branches registering in Scotland, this address must be in Scotland.

### 12. Business and Date of commencement.

State the date on which the branch was opened and give brief details of the business of the branch.

### 13. Photocopies.

If there is insufficient space on the form for details about directors, secretaries or permanent representatives, you may photocopy the appropriate pages.

### 14. Completion of form.

The completed form should be signed by an officer or permanent representative of the company and delivered to the appropriate Registrar, together with any supporting documents within one month of the branch being established.

### 15. Delivery of winding-up, Insolvency etc. particulars.

If, at any time prior to the registration in Great Britain of the first branch of an overseas company, the company has become subject to winding-up, insolvency or similar proceedings, and remains subject to those proceedings, the company must at the same time as delivering Form BR1, also deliver Form 703P(1), 703P(3), 703Q(1) (as appropriate). For further details on these forms please see the Companies House Notes for Guidance on Oversea Companies.