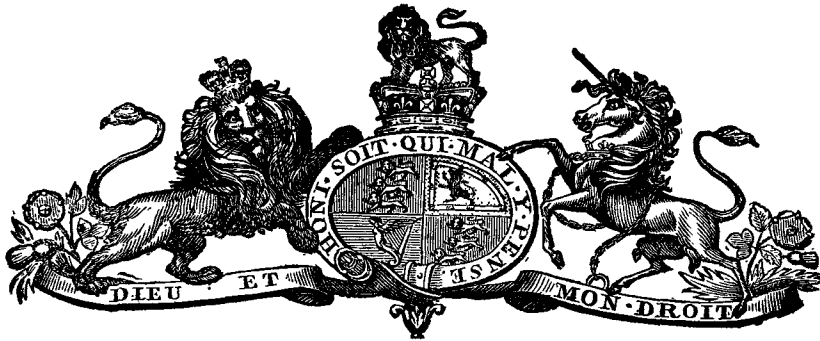


NEW ZEALAND.



TRICESIMO SEXTO

VICTORIÆ REGINÆ.

No. XXXIV.

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ANALYSIS.

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| <p>Title.<br/>Preamble.<br/>1. Short Title.<br/>2. Secretary, Chairman, or two Directors, may make affidavit.</p> | <p>3. Same, with fee, to be forwarded to Registrar.<br/>4. Notice of objection.<br/>5. When no objection lodged, Registrar shall declare Company terminated.<br/>Schedules.</p> |
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AN ACT to provide for the Dissolution by Declaration of Limited Liability Joint Stock Companies. Title.

[21st October, 1872.]

**W**HEREAS it is expedient to provide for a more speedy and economical mode of dissolution of Limited Liability Joint Stock Companies in certain cases: Preamble.

BE IT THEREFORE ENACTED by the General Assembly of New Zealand in Parliament assembled, and by the authority of the same, as follows:—

1. The Short Title of this Act shall be “The Limited Liability Joint Stock Companies Dissolution Act, 1872.” Short Title.

2. Whenever any Limited Liability Joint Stock Company registered under “The Joint Stock Companies Act, 1860,” or any Act amending the same, or “The Mining Companies Limited Liability Act, 1865,” or any Act amending the same, the shares of which shall have been fully paid up, shall have distributed the whole of its assets, and shall have ceased to carry on its operations, the secretary, chairman, or any two directors or shareholders of such Company may, on making an affidavit in the form in the First Schedule hereto, or to the like effect, and lodging the same, together with a fee of five guineas, with the Clerk of the Resident Magistrate’s Court nearest to the registered office of such Company or to the last place at which such Company shall have had a registered office, apply for a declaration of dissolution of such Company. Secretary, Chairman, or two Directors, may make affidavit.

3. The Clerk of the Court in which such affidavit and fee shall be lodged shall forthwith forward the same to the Registrar, or if there be no Registrar, the Deputy Registrar of the Supreme Court in the Same, with fee, to be forwarded to Registrar.

*Limited Liability Joint Stock Companies Dissolution.*

Province in which such registered office is, or in which the last registered office of such Company was, who shall forthwith publish a copy of such affidavit, together with a notice in the form in the Second Schedule hereto, in three consecutive issues of the *New Zealand Gazette*, and in three consecutive issues of the *Gazette* of such Province as aforesaid, and in three consecutive issues of some newspaper published and generally circulated within such Province.

Notice of objection.

4. If notice of objection in writing, in the form in the Fourth Schedule hereto, accompanied by a statutory declaration by the objector of the matters set forth or relied upon in such notice of objection, shall be lodged with such Registrar or Deputy Registrar as aforesaid by any person declaring himself to be a shareholder or creditor of such Company within sixty days of the first publication of the affidavit as directed in the last preceding clause, such Registrar or Deputy Registrar shall notify the same in such *Gazettes* as aforesaid, and in some newspaper published and generally circulated within such Province as aforesaid, in the form in the Fifth Schedule hereto, and in such case he shall not declare the dissolution of such Company.

When no objection lodged Registrar shall declare Company terminated.

5. If no notice of objection be lodged as aforesaid, then such Registrar or Deputy Registrar as aforesaid shall proceed to declare, by notification in such *Gazettes* as aforesaid, and in some newspaper published and generally circulated within such Province as aforesaid, in the form in the Third Schedule hereto, that such Company is dissolved, and from and after the date of the first of such notifications such Company shall be dissolved. All books papers accounts and documents of such Company shall be deposited with such Registrar or Deputy Registrar as aforesaid before such notification as last aforesaid is published, and after the publication thereof shall be kept by him in his office and be open to inspection of any person on payment of a fee of two shillings: Provided always that nothing in this Act contained shall bar any prosecution action or proceeding against any chairman director or directors or secretary or other officer of any Company for fraud or misconduct, or for any acts matters or things in respect of which any such action or proceeding might have been taken before such Company was declared to be dissolved: Provided also that such declaration of dissolution shall not prejudice the right of any creditor or shareholder of such Company to institute proceedings for the purpose of having the same wound-up by the Court.

Schedules.

## SCHEDULES.

### FIRST SCHEDULE.

I\* [or We †] of "The \_\_\_\_\_ Company, Limited," incorporated under "The Act, 18 \_\_\_\_\_," do hereby make oath and say—  
That the nominal capital of the said Company is £ \_\_\_\_\_ in \_\_\_\_\_ shares of £ \_\_\_\_\_ each.  
That the shares have been fully paid up.  
That the Company has no assets, and has ceased to carry on its operations; and I [or we] do hereby apply for declaration of dissolution of such Company.

Signed—

Sworn before me this \_\_\_\_\_ day of \_\_\_\_\_, 18 \_\_\_\_\_.

A.B., Resident Magistrate.

\* Secretary or Chairman. † Two of the Board of Directors or of the Shareholders of the Company.

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*Limited Liability Joint Stock Companies Dissolution.*

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SECOND SCHEDULE.

I, \_\_\_\_\_, Registrar of the Supreme Court for the District of \_\_\_\_\_, do hereby notify that an affidavit, a copy of which is hereunder given, by \* \_\_\_\_\_, of "The \_\_\_\_\_ Company, Limited," has been lodged in the Resident Magistrate's Court at \_\_\_\_\_ and forwarded to me, and that unless notice of objection be lodged with me within sixty days of this date, I shall proceed to declare the said Company to be dissolved, in manner provided by "The Limited Liability Joint Stock Companies Dissolution Act, 1872."

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 18 \_\_\_\_\_

Registrar.

\* Secretary, Chairman, or two Directors or Shareholders.

THIRD SCHEDULE.

In the matter of "The Joint Stock Companies Dissolution Act, 1872," and in the matter of the affidavit and application of \* \_\_\_\_\_, of "The \_\_\_\_\_ Company Limited," I hereby notify, that no objection to such application having been made and lodged with me as by the said Act required, I do now declare such Company to be dissolved.

Signed—

Registrar of the Supreme Court for the District of \_\_\_\_\_

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 18 \_\_\_\_\_

\* Secretary, Chairman, or two Directors or Shareholders.

FOURTH SCHEDULE.

NOTICE OF OBJECTION.

To the Registrar of Joint Stock Companies for the District of \_\_\_\_\_

I, \_\_\_\_\_, a shareholder in [or a creditor of] "The \_\_\_\_\_ Company, Limited," do hereby give notice that I object to a declaration of the dissolution of the said Company upon the grounds set forth in the statutory declaration hereto attached.

Signed—

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 18 \_\_\_\_\_

FIFTH SCHEDULE.

In the matter of "The Joint Stock Companies Dissolution Act, 1872," and in the matter of the affidavit and application of \_\_\_\_\_ of "The \_\_\_\_\_ Company, Limited," I hereby notify, that objection having been lodged with me against notice of dissolution of the said Company by A.B., a shareholder [or creditor] of the said Company, such application cannot be granted.

Signed—

Registrar of the Supreme Court for the District of \_\_\_\_\_

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 18 \_\_\_\_\_

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WELLINGTON, NEW ZEALAND:

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