



CCH Company Forms

CCH NZ Company Forms are a collection of Company Forms, Precedents and procedural checklists. A cost-effective and efficient tool for anyone involved with the administration of multiple companies. This comprehensive collection of interactive forms and notes is designed to cover the key activities in establishing and administering a company in New Zealand.

A full range of 26 topic headings each contain the necessary forms, detailed guidance notes and procedural checklists to help users step through a particular type of action. Links to appropriate forms, the Companies office website and relevant sections of legislation are provided.

Features

- Over 280 forms, precedents and procedural checklists for 26 topics covering administration of a company
- Offers practical guidance on company administration
- Procedural material covering key events in a company's life cycle
- Fillable word forms
- Updating, reviewed by our analysts to take into account changes in the law or changes to Companies office procedures
- Links to legislation, other forms and relevant websites (some linked products may require a subscription)

Benefits

- Allow staff at all levels to perform tasks with confidence
- Save time and money on research and document creation
- Remove risk of error with accurate, up-to-date forms
- Provides consistency of format and function



ONLINE: This 12-month subscription can be accessed through IntelliConnect®, CCH's online subscription platform. IntelliConnect® provides easy access to your subscription content with powerful search functions to speed up research. Regular updates to the content ensure you have access to the most current information.

Incorporation

Incorporation - Procedure

- IN.01 Authorisation to agent to sign consent of shareholder of proposed company
- IN.02 Certificate of non-revocation of power of attorney (individual)
- IN.03 Certificate of non-revocation of power of attorney (company)

After Incorporation

After Incorporation - Procedure

- AF.01 Minutes of the first meeting of Directors
- AF.02 Resolutions of directors in lieu of meeting
- AF.03 Share Register
- AF.04 Interests Register
- AF.05 Register of directors
- AF.06 Register of directors' certificates

Constitution

Constitution - Procedure

- CO.01 Constitution
- CO.02 Minutes of directors' meeting
- CO.03 Resolutions of directors' meeting in lieu of meeting to convene special meeting of shareholders adopting/altering constitution
- CO.04 Notice of special meeting of shareholders adopting/altering constitution
- CO.05 Minutes of special meeting of shareholders adopting/altering constitution
- CO.06 Resolution of shareholders in lieu of meeting adopting/altering constitution
- CO.07 Notice of written resolution and statement of rights

Change of name of company

Change of name of company - Procedure

- CH.01 Minutes of directors' meeting to change name
- CH.02 Resolutions of directors' meeting in lieu of meeting to change name

Financial reporting

Financial reporting - Procedure

- FR.01a Minutes of meeting of directors convening opting out shareholders meeting (non-large, 10+ shareholders)
- FR.01b Minutes of meeting of directors convening opting out shareholders meeting (large company)
- FR.02a Resolution of directors in lieu of meeting convening opting out shareholders meeting (non-large, 10+ shareholders)
- FR.02b Resolution of directors in lieu of meeting convening opting out shareholders meeting (large company)
- FR.03a Minutes of special meeting of shareholders opting out of financial reporting (non-large, 10+ shareholders)

- FR.03b Minutes of special meeting of shareholders opting out of financial reporting (large company)
- FR.04a Resolution of shareholders in lieu of meeting to opt-out of financial reporting (non-large company, 10+ shareholders)
- FR.04b Resolution of shareholders in lieu of meeting to opt-out of financial reporting (large company)
- FR.05 Notice of shareholders opting into financial reporting
- FR.06 Section 208(4) agreement of shareholders of large company re annual report
- FR.07 Minutes of directors' meeting approving financial statements
- FR.08 Resolutions of directors in lieu of meeting approving financial statements

Appointment of Auditor

Auditor - appointment or non-appointment - Procedure AU.01 Minutes of directors' meeting to appoint auditor AU.02 Resolution of directors to appoint auditor

Annual meeting

Annual meeting - Procedure

AN.01 Section 209(1)(b) notice

- AN.02a Minutes of meeting of directors convening annual meeting of shareholders (non-large, 10+ shareholders)
- AN.02b Minutes of meeting of directors convening annual meeting of shareholders (large company)
- AN.02c Minutes of meeting of directors convening annual meeting of shareholders (non-large, less than 10 shareholders)
- AN.03a Resolutions of directors in lieu of meeting convening annual meeting of shareholders (non-large, 10+ shareholders)AN.04 Notice of annual meeting
- AN.03b Resolutions of directors in lieu of meeting convening annual meeting of shareholders (large company)
- AN.03c Resolutions of directors in lieu of meeting convening annual meeting of shareholders (non-large, less than 10 shareholders)
- AN.04a Notice of annual meeting (non-large, 10+ share-holders)
- AN.04b Notice of annual meeting (large company)
- AN.04c Notice of annual meeting (non-large, less than 10 shareholders)
- AN.05a Minutes of annual general meeting of shareholders (non-large, 10+ shareholders)
- AN.05b Minutes of annual general meeting of share-holders (large company)
- AN.05c Minutes of annual general meeting of shareholders (non-large, less than 10 shareholders)
- AN.06a Resolutions of shareholders in lieu of annual meeting (non-large, 10+ shareholders)

AN.06b Resolutions of shareholders in lieu of annual meeting (large company)

AN.06c Resolutions of shareholders in lieu of annual meeting (non-large, less than 10 shareholders)

AN.07 Minutes of meeting of directors re no AGM

AN.08 Resolution of directors in lieu of meeting re no AGM

Annual return

Annual return - Procedure

Appointment, resignation and removal of directors

Appointment, resignation and removal of directors - Procedure

AP.01 Appointment of alternate director

AP.02 Notice of resignation of director

AP.03 Notice of termination of director

AP.04 Minutes of directors' meeting re resignation and appointment of directors

AP.05 Resolution in lieu of meeting re appointment/resignation of directors

AP.06 Minutes of directors' meeting convening shareholders meeting re change of directors

AP.07 Resolutions in lieu of meeting convening shareholders meeting re change of directors

AP.08 Notice of special meeting of shareholders re change of directors

AP.09 Minutes of special meeting re change of directors

AP:10 Resolution of shareholders in lieu of meeting re change of directors

AP.11 Notice of written resolution

AP:12 Resolution of directors in lieu of meeting noting appointment of director

AP:13 Minutes of directors' meeting on director's resignation or office vacated

AP:14 Resolutions of directors in lieu of meeting on director's resignation or office vacated

AP.15 Directors' certificate under s 161(4) re remuneration contract

AP.16 Directors' certificate under s 161(4) re fees at end of year

AP.17 Minutes of directors' meeting approving remuneration

AP.18 Resolutions of directors in lieu of meeting approving remuneration

Meetings, resolutions and approvals

Meetings, resolutions and approvals - Procedure

Form ME.01 Minutes of directors' meeting

Form ME.02 Resolutions of directors in lieu of meeting

Form ME.03 Minutes of meeting of directors to convene special meeting of shareholders

Form ME.04 Notice of special meeting of shareholders Form ME.05 Form of proxy

Form ME.06 Postal voting form

Form ME.07 Minutes of special meeting of shareholders

Form ME.08 Resolutions of shareholders in lieu of meeting

Form ME.09 Notice of written resolution and statement of rights

Form ME.10 Section 107 unanimous assent of entitled persons

Form ME.11 Notice of exercise of general power Form ME.12 Solvency certificate under s 108(2)

Major and interested transactions

Major and interested transactions - Procedure

MA.01 Resolutions of directors in lieu of meeting for major transaction with interested directors

MA.02 Resolution of shareholders in lieu of meeting and unanimous assent

MA.03 Resolutions of directors in lieu of meeting for major transaction (no interested directors)

MA.04 Resolution of shareholders in lieu of meeting

MA.05 Notice of written resolution and statement of rights for major transaction

Issue of shares

Issue of shares - Procedure

IS.01 Section 47(1) Board resolution for the offer of shares for cash

IS.02 Section 47(4) Board resolution in lieu of meeting for the offer of shares for cash

IS.03 Section 47(2) certificate for cash issue

IS.04 Notice of special meeting of shareholders approving the issue of shares

IS.05 Minutes of special meeting of shareholders approving the issue of shares

IS.06 Resolution of shareholders in lieu of meeting in accordance with s 122 of the Act approving the issue of shares

IS.07 Notice of written resolution

IS.08 Board resolutions for issue of shares

IS.09 Resolutions in lieu of meeting for issue of shares

IS.10 Board resolution for the offer of shares for a consideration other than cash

IS.11 Board resolution in lieu of meeting for offer of shares for a consideration other than cash

IS.13 Board resolution crediting existing shares as fully or partly paid up for a consideration other than cash

IS.12 Section 47(2) certificate for an issue for a consideration other than cash

IS.14 Resolution in lieu of meeting crediting existing shares as fully or partly paid for a consideration other than cash

- IS.15 Section 47(4) certificate for crediting existing shares as fully or partly paid up for consideration other than cash
- IS.16 Notice of certificate relating to consideration for issue of shares
- IS.17 Section 107 unanimous assent of entitled persons to issue of shares
- IS.18 Board resolution for issue of shares following assent of entitled persons
- IS.19 Board resolution in lieu of meeting for issue of shares
- IS.20 Notice of exercise of general power under s 107(7)

Dividends

Dividends - Procedure

- DI.01 Board resolution authorising dividend
- DI.02 Resolutions authorising dividend in lieu of meeting
- DI.03 Solvency certificate for distribution of dividend
- DI.04 Section 107 unanimous assent of entitled persons to authorisation of dividend
- DI.05 Board resolutions authorising dividend
- DI.06 Resolutions of directors in lieu of meeting authorising dividend
- DI.07 Solvency certificate for distribution of dividend
- DI.08 Notice of exercise of general power under s 107(7)

Shareholder discounts

Shareholder discounts - Procedure

- SH.01 Minutes of directors' meeting to offer discount scheme
- SH.02 Resolution of directors in lieu of meeting
- SH.03 Section 107 unanimous assent of entitled persons to approval of discount scheme
- SH.04 Board resolution approving discount scheme
- SH.05 Resolution of directors approving discount scheme in lieu of meeting
- SH.06 Solvency certificate for approval of discount scheme
- SH.07 Notice of exercise of general power under s 107(7)

Share repurchases

Share repurchases - Procedure

- RE.01 Section 107 unanimous assent of entitled person for repurchase of shares
- RE.02 Minutes of directors' meeting approving scheme share repurchase proposal where assent of all entitled persons
- RE.03 Resolution of directors in lieu of meeting approving share approval where assent of all entitled persons
- RE.04 Directors' solvency certificate
- RE.05 Minutes of directors' meeting approving share repurchase under s 60(1)(a)

- RE.06 Resolutions of directors' in lieu of meeting approving share repurchase under s 60(1)(a)
- RE.07 Directors' certificate under ss 60(5) and 52(2)
- RE.08 Shareholders' consent (s 60(1)(b)(i))
- RE.09 Minutes of directors' meeting approving share repurchase under s 60(1)(b)(i)
- RE.10 Resolution of directors' in lieu of meeting approving share repurchase under s 60(1)(b)(i)
- RE.12 Board's share acquisition resolution (S 60(1)(b)(ii))
- RE.14 Directors' certificate (s 60(1)(b)(ii))
- RE.11 Disclosure document under s 62
- RE.16 Board's share acquisition resolution
- RE.13 Resolution of directors in lieu of meeting approving share repurchase under s 60(1)(b)(ii)
- RE.18 Directors' certificate (s 63)
- RE.15 Disclosure document (s 64)
- RE.17 Resolution of directors in lieu of meeting approving share repurchase under s 60(3)
- RE.19 Board's share acquisition resolution
- RE.20 Resolution of directors in lieu of meeting approving share repurchase under s 60(3)
- RE.21 Directors' solvency certificate (s 65)
- RE.22 Notice to stock exchange

Calls on shares

- Calls on shares Procedure
- CA.02 Resolution making a call
- CA.01 Notice of call
- CA.03 Resolution of directors in lieu of meeting making a call
- CA.04 Notice of default in payment of call

Forfeiture of shares

- Forfeiture of shares Procedure
- FO.01 Minutes of directors' meeting approving issue of notice of default
- FO.02 Resolution of directors in lieu of meeting approving issue of notice of default
- FO.03 Directors' resolutions forfeiting shares
- FO.04 Resolution of directors in lieu of meeting forfeiting shares
- FO.05 Statutory declaration re forfeiture
- FO.06 Directors' resolutions approving transfer of forfeited shares
- FO.07 Resolutions of directors in lieu of meeting approving transfer of forfeited shares

Minority buy-out rights

- Minority buy-out rights Procedure
- MI.01 Minutes of directors' meeting for minority buy-out rights repurchase
- MI.02 Resolutions of meeting in lieu of meeting for minority buy-out rights repurchase

MI.03 Solvency certificate for minority buy-out rights repurchase

MI.04 Notice to shareholder of decision to purchase shares and offer price

Redemption of shares

Redemption of shares - Procedure

RD.01 Board redemption resolution (s 69(1)(a))

RD.02 Resolution of directors in lieu of meeting

RD.03 Directors' certificate ss 69(4), 70(2)

RD.04 Shareholders' consent s (s 69(1)(b)(i))

RD.05 Board redemption resolution (s 69(1)(b)(i))

RD.06 Redemption resolutions in lieu of meeting (s69(1)(b)(i))

RD.08 Board redemption resolution

RD.09 Redemption resolutions of directors in lieu of meeting (s 69(1)(b)(ii))

RD.10 Directors' certificate (s 69(1)(b)(ii))

RD.07 Disclosure document (s 72)

RD.11 Entitled persons' agreement for redemption of shares

RD.12 Board redemption resolution with assent of all entitled persons under s 107(1)(d) of the Companies Act 1993

RD.13 Resolution of directors in lieu of meeting

RD.14 Directors' certificate (s 108(2))

Financial assistance to purchase shares

Financial assistance to purchase shares - Procedure

FI.01 Shareholders consent (s 76)

FI.02 Board's resolution to provide financial assistance with consent of shareholders

FI.03 Resolution of directors in lieu of meeting to provide financial assistance

FI.04 Director's certificate (s 76(4), 77(2))

FI.05 Disclosure document (s 79)

FI.06 Board's resolution to provide financial assistance under s 78

FI.07 Resolution of directors in lieu of meeting to provide financial assistance

Financial assistance to purchase shares

FI.08 Director's certificate ss 76(4), 77(2), 78(3)

FI.09 Board's resolution to provide financial assistance under s 80

FI.10 Resolution of directors in lieu of meeting to provide financial assistance under s 80

FI.11 Notice to shareholders (s 80(1)(b))

FI.12 Entitled person's agreement to giving financial assistance

FI.13 Board's resolution to provide financial assistance with agreement of entitled persons

FI.14 Resolution of directors in lieu of meeting to provide financial assistance with agreement of entitled persons

FI.15 Directors' certificate (s 108(2))

Transfer of shares

Transfer of shares - Procedure

ST.01 Share transfer form

ST.02 Certificate of non-revocation of power of attorney

ST.04 Resolution of directors in lieu of meeting

ST.03 Minutes of directors' meeting re share transfers

ST.05 Notice to transferee and transferor (s 84(4)(b))

ST.06 Waiver of pre-emptive rights

ST.07 Share certificate

Transmission of shares

Transmission of shares - Procedure

TN.01 Application for transmission of shares to personal representative

TN.02 Minutes of directors' meeting re transmission

TN.03 Resolution of directors in lieu of meeting re transmission

TN.04 Application for transmission of shares to assignee

TN.05 Minutes of directors' meeting re share transmission

TN.06 Resolution of directors in lieu of meeting re transmission

Liquidation

Liquidation - Procedure

LI.01 Minutes of directors' meeting recommending appointment of liquidator

LI.02 Resolution of directors in lieu of meeting recommending appointment of liquidator

LI.03 Notice of solvency resolution

LI.04 Solvency certificate

LI.05 Consent of liquidator

LI.06 Notice of special meeting of shareholders to appoint a liquidator

LI.07 Minutes of shareholders' meeting appointing liquidator

LI.08 Resolution of shareholders appointing liquidator in lieu of meeting

LI.09 Notice of written resolution

LI.10 Minutes of directors' meeting resolving that company will be able to pay its debts

LI.11 Resolutions of directors in lieu of meeting resolving that company will be able to pay its debts

LI.12 Minutes of directors' meeting appointing a liquidator

LI.13 Resolutions of directors in lieu of meeting appointing a liquidator

LI.14 Statutory demand

LI.15 (form CI, Schedule 1, High Court Rules)

LI.16 (form C3, Schedule 1, High Court Rules)

LI.17 (form C4, Schedule 1, High Court Rules)

- LI.18 (form C5, Schedule 1, High Court Rules)
- LI.19 (form C8, Schedule 1, High Court Rules)
- LI.20 (form C6, Schedule 1, High Court Rules)
- LI.21 (form C9, Schedule 1, High Court Rules)
- LI.22 (form C12, Schedule 1, High Court Rules
- LI.23 Public notice of liquidator
- LI.24 Notice to creditors to prove debts or claims
- LI.25 Notice to Registrar of appointment of liquidator
- LI.26 Creditor's s 245 notice calling for creditor's meeting
- LI.27 Liquidator's s 245 notice to creditors
- LI.28 Notice to creditors of s 245 meeting
- LI.29 Form of proxy
- LI.30 Postal vote
- LI.31 Postal vote certificate
- LI.32 Public notice of creditor's s 243 meeting
- LI.33 Public notice by liquidator of intention to apply for removal of the company from New Zealand register

Removal of company from the New Zealand register

- Removal of company from the New Zealand register Procedure
- RL.01 Minutes of special meeting of shareholders to remove company from register
- RL.02 Resolutions of shareholders in lieu of meeting to remove company from register
- RL.03 Resolution of directors to remove company from register
- RL.04 Resolution of directors in lieu of meeting to remove company from register
- RL.05 Notice of removal to company and secured parties (s 320(3))
- RL.06 Resolution of directors in lieu of meeting to commence short-form liquidation
- RL.07 Resolution of directors to commence short-form liquidation

Voluntary Administration

- Voluntary Administration Procedure
- VA.01 Resolution of directors to appoint an administrator
- VA.02 Consent to appoint an administrator
- VA.03 Appointment of administrator by liquidator
- VA.04 Notice of secured creditor's appointment of an administrator
- VA.05 Secured creditor's notice to the Company of appointment of administrator
- VA.06 Administrator's notice of appointment to Registrar
- VA.07 Administrator's notice of appointment to charge
- VA.08 Notice to company of administrator's resignation
- VA.09 Notice to creditors of administrator's resignation
- VA.10 Creditors' resolution to remove administrator

- VA.11 Notice of application for single administration of related companies
- VA.12 Directors' statement
- VA.13 Notice of intention to hold joint meeting of creditors
- VA.14 Notice of first and subsequent creditors' meetings
- VA.15 Administrator's interests statement
- VA.16 Notice of watershed meeting on administrator's report
- VA.17 Report and statement of administrator
- VA.18 Notice of adjournment of watershed meeting
- VA.19 Creditors' resolution at watershed meeting
- VA.20 Consent to enforcement of charge or recovery of property
- VA.21 Creditors' resolution to appoint liquidator at watershed meeting
- VA.22 Creditors' resolution to appoint liquidator at meeting convened to consider termination of deed of company arrangement
- VA.23 Administrator's further report on commencement of liquidation
- VA.24 Creditors' resolution to appoint a deed administrator
- VA.25 Consent to appointment as deed administrator
- VA.26 Resignation of deed administrator
- VA.27 Consent to transfer of shares by Deed Administrator
- VA.28 Document setting out terms of deed of company arrangement
- VA.29 Resolutions of directors to execute deed of company arrangement
- VA.30 Notice to creditors of application by administrator to appoint liquidator
- VA.31 Notice to creditors of execution of deed of company arrangement
- VA.32 Prescribed Form for Administrator's Accounts
- VA.33 Creditors' request of meeting to consider variation or termination of deed of company arrangement
- VA.34 Notice of creditors' meeting to vary or terminate deed of company arrangement
- VA.35 Creditors' resolution that administration should cease



CONTACT US TODAY

P: 0800 500 224

E: NZ-Support@wolterskluwer.com

W: wolterskluwer.co.nz

