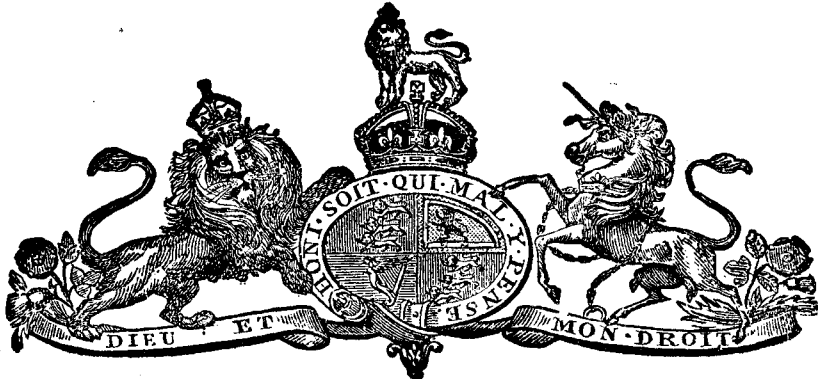


TASMANIA.



1927.

ANNO OCTAVO DECIMO
GEORGII V. REGIS.

No. 89.

ANALYSIS.

- 1. Short title.
Principal Act.
- 2. Interpretation.
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AN ACT to amend the Companies Act, 1920.
[22 December, 1927.]

A.D.
1927.

BE it enacted by His Excellency the Governor of Tasmania, by and with the advice and consent of the Legislative Council and House of Assembly, in Parliament assembled, as follows :—

- 1—(1) This Act may be cited as “The Companies Act, 1927.”
- (2) The Companies Act, 1920, is herein called “the Principal Act.”
- 2 In this Act, unless the context otherwise indicates or requires—
 - “House” does not include an office used for business purposes :
 - “Shares” means the shares of a company, whether a company within the meaning of the Principal Act or not, and includes stock, bonds, debentures, debenture stock, and other securities :
 - “Unit” means any right or interest, by whatever name called, in a share.

Short title.
Principal Act.
11 Geo. V. No.
66.
Interpretation.

Companies.

A.D. 1927.

Restriction on
canvassing for
subscription of
shares.

Restriction on
offering shares in
writing.

3 It shall not be lawful for any person to go from house to house offering shares for subscription or purchase to the public or any member of the public.

4—(1) Subject as hereinafter provided, it shall not be lawful for any person to make an offer in writing to any member of the public, other than a share dealer or share broker, of any shares for purchase unless the offer is accompanied by a statement in writing (which must be signed by the person making the offer and dated), containing such particulars as are required by this section to be included therein and otherwise complying with the requirements of this section.

Provided that the provisions of this subsection shall not apply—

- i. Where the shares to which the offer relates are shares which are quoted on any recognised stock exchange in Tasmania, and the offer contains a statement that the shares are so quoted : or
- ii. Where the shares to which the offer relates are shares which a company has allotted, or agreed to allot, with a view to their being offered for sale to the public.

(2) The written statement aforesaid shall not contain any matter other than the particulars required by this section to be included therein, and, if printed, shall not be printed in type less large or less legible than any type in which the offer or any document sent in connection therewith is printed.

(3) The said statement shall contain particulars with respect to the following matters :—

- i. Whether the person making the offer is acting as principal or agent, and if as agent the name of his principal and an address in Tasmania where the principal can be served with process :
- ii. The date on which and the country in which the company was incorporated, and the address of its registered or principal office in Tasmania :
- iii. The authorised share or stock capital of the company and the amount thereof which has been issued, the classes into which it is divided, and the rights of each class of shareholders or stockholders in respect of capital, dividends, and voting :
- iv. The dividends, if any, paid by the company on each class of shares or stock during each of the three financial years of the company immediately preceding the offer, and, if no dividend has been paid in respect of shares or stock of any particular class during any of those years, a statement to that effect :
- v. The total amount of any debentures issued by the company and outstanding at the date of the statement, together with the rate of interest payable thereon :
- vi. The names and addresses of the directors of the company and of any person acting, whether provisionally or otherwise, in the capacity of director of the company :

Companies.

- VII. Whether or not the shares offered are fully paid up, and, if not, to what extent they are paid up : A.D. 1927.
- VIII. Whether or not the shares are quoted on any recognised stock exchange in Tasmania or elsewhere, and, if so, which and, if not, a statement that they are not so quoted :
- IX. Where the offer relates to units representing a share or a fraction of a share, particulars of the names and addresses of the persons in whom the shares represented by the units are vested, the date of, and the parties to, any document defining the terms on which those shares are held and an address in Tasmania where that document or a copy thereof can be inspected.

In this subsection the expression "the company" means the company by which the shares to which the statement relates were or are to be issued.

5—(1) If any person acts, or incites, causes, or procures any person to act, in contravention of this Act, he shall be liable to imprisonment for a term not exceeding six months or to a fine not exceeding Two hundred Pounds, or to both such imprisonment and fine, and, in the case of a second or subsequent offence, to imprisonment for a term not exceeding twelve months or to a fine not exceeding Five hundred Pounds, or to both such imprisonment and fine. Penalty for contravention of Act.

(2) Where a person convicted of an offence under this Act is a company (whether a company within the meaning of the Principal Act or not), every director and every officer concerned in the management of the company shall be guilty of the like offence unless he proves that the act constituting the offence took place without his knowledge or consent.

6 If any person is convicted of having made an offer in contravention of any of the provisions of this Act, the police magistrate before whom he is convicted may order that any contract made as a result of the offer shall be void, and, where he makes any such order, the police magistrate may give such consequential directions as he thinks proper for the repayment of any money or the retransfer of any shares. Contract for purchase of shares may be declared void.

7 All proceedings in respect of offences against this Act shall be taken, heard, and determined, and all penalties and sums of money imposed or awarded under this Act may be enforced and recovered, by and before a police magistrate, in accordance with the provisions of the Justices' Procedure Act, 1919. Procedure for offences.
10 Geo. V. No. 55.

