



STATUTORY INSTRUMENTS.

S.I. No. 101 of 2010



COMPANIES (FORMS) REGULATIONS 2010

(Prn. A10/0361)

COMPANIES (FORMS) REGULATIONS 2010

I, MARY COUGHLAN, Minister for Enterprise, Trade and Employment, in exercise of the powers conferred on me by sections 3(3) and 226 (amended by section 3(f) of the Companies (Miscellaneous Provisions) Act 2009 (No. 45 of 2009)) of the Companies Act 1990 (No. 33 of 1990) (as adapted by the Enterprise and Employment (Alteration of Name of Department and Title of Minister) Order 1997 (S.I. No. 305 of 1997)), hereby make the following regulations:

1. These Regulations may be cited as the Companies (Forms) Regulations 2010.

2. The form (Form H5) set out in the Schedule is prescribed as the form to be used for the purposes of section 226 (amended by section 3(f) of the Companies (Miscellaneous Provisions) Act 2009 (No. 45 of 2009)) of the Companies Act 1990 (No. 33 of 1990).

3. The Companies (Forms) Regulations 2008 (S.I. No. 349 of 2008) are revoked.

*Notice of the making of this Statutory Instrument was published in
"Iris Oifigiúil" of 12th March, 2010.*

SCHEDULE

Return by a company purchasing its own shares and/or shares in a holding company

Section 226 Companies Act 1990 (as amended by section 3(f) Companies (Miscellaneous Provisions) Act 2009)
 Section 249A Companies Act 1990 (inserted by section 107 Company Law Enforcement Act 2001)
 Companies Act 1990 (Form and Content of Documents Delivered to Registrar) Regulations 2002

Companies Acts

H5

Company number

□ □ □ □ □ □ □ □

Please complete using black typescript or BOLD CAPITALS, referring to explanatory notes

Name of company purchasing shares

 Limited

Part A

in full

Irish Exchange

Particulars of shares purchased by the company on the Irish Stock Exchange under section 211 or 224 of the Companies Act 1990. This return to be made **within 28 days** of the delivery, to the company, of the shares purchased.

Share class	Number	Nominal value per share	Date(s) of delivery	Public companies only	
				Maximum price per share	Minimum price per share
		€	<i>note one</i>	€	€

Please tick as appropriate:

Shares are held as Treasury Shares or Shares are cancelled after repurchase - Form B7 attached

If shares are cancelled on repurchase, this form must be accompanied by Form B7.
 Where shares are held as treasury shares, Form B7 is not required.
 Where treasury shares are re-issued, Form H5a is required for filing.

Aggregate amount paid by the company for shares which relate to this return:

Total Paid

Where shares are purchased in a holding company:

Company Name Limited Company number

Certification by a current officer of the company

I hereby certify that the particulars contained in this form are correct.

Signature _____ Name *in bold capitals or typescript* _____
 Director Secretary Date _____

Presenter details

note two Name _____ Address _____
 DX number _____ DX exchange _____
 Telephone number _____ Fax number _____
 Email _____ Reference number _____

Part B - Overseas Market Purchase

on a recognised stock exchange outside the State note three
 within the meaning of section 212(1A) of the Companies Act 1990 (inserted by section 3(d)(ii) Companies (Miscellaneous Provisions) Act 2009). See www.cro.ie for current list of prescribed Exchanges.

Overseas Exchange

Please state the name of the exchange where the shares were purchased :

Summary details

Particulars of shares purchased by the company on a recognised stock exchange outside the State under section 211 or section 224 of the Companies Acts 1990. This return to be made **within 3 working days** of the delivery, to the company, of the shares purchased.

Share class	Number	Nominal value per share	Date(s) of purchase	Maximum price per share	Minimum price per share
		€	<small>note one</small>	€	€

Please tick as appropriate:

Shares are held as Treasury Shares or Shares are cancelled after repurchase - Form B7 attached

If shares are cancelled on repurchase, this form must be accompanied by Form B7. Where shares are held as treasury shares, Form B7 is not required. Where treasury shares are re-issued, Form H5a is required for filing.

Aggregate amount paid by the company for shares which relate to this return:

Total Paid

Overseas Exchange

Please state the name of the exchange where the shares were purchased :

Summary details

Particulars of shares purchased by the company on a recognised stock exchange outside the State under section 211 or section 224 of the Companies Acts 1990. This return to be made **within 3 working days** of the delivery, to the company, of the shares purchased.

Share class	Number	Nominal value per share	Date(s) of purchase	Maximum price per share	Minimum price per share
		€	<small>note one</small>	€	€

Please tick as appropriate:

Shares are held as Treasury Shares or Shares are cancelled after repurchase - Form B7 attached

If shares are cancelled on repurchase, this form must be accompanied by Form B7. Where shares are held as treasury shares, Form B7 is not required. Where treasury shares are re-issued, Form H5a is required for filing.

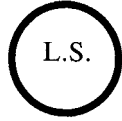
Aggregate amount paid by the company for shares which relate to this return:

Total Paid

NOTES ON COMPLETION OF FORM H5

These notes should be read in conjunction with the relevant legislation.

- General** This form must be completed correctly, in full and in accordance with the following notes. Every section of the form must be completed. Where "not applicable", "nil" or "none" is appropriate, please state. Where the space provided on Form H5 is considered inadequate, the information should be presented on a continuation in the same format as the relevant section in the form. The use of a continuation sheet must be so indicated on the form.
- note one** This is the date of delivery of the shares to the company. Shares delivered to the company on different dates and under different contracts may be included in the one return.
- note two** This section must be completed by the person who is presenting Form H5 to the CRO. This may be either the applicant or a person on his/her behalf.
- note three** A recognised stock exchange for the purposes of Part XI of the Companies Act 1990 is an exchange or a market, whether inside or outside the State, prescribed by the Minister. A purchase by a company that issues shares, or by a subsidiary of that company, of the first-mentioned company's shares is an "overseas market purchase" if the shares are purchased on a recognised stock exchange outside the State and are subject to a marketing arrangement. (Section 212(1A) Companies Acts 1990 (inserted by section 3(d)(ii) Companies (Miscellaneous Provisions) Act 2009).



GIVEN under my Official Seal,
10 March 2010.

MARY COUGHLIN,
Minister for Enterprise, Trade and Employment.

EXPLANATORY NOTE

(This Note is not part of this Instrument and does not purport to be a legal interpretation)

The purpose of this Order is to prescribe a form for use in connection with section 226 of the Act of 1990, as amended. The form is required to be completed by a company purchasing its own shares and/or shares in a holding company on a recognised stock exchange.

BAILE ÁTHA CLIATH
ARNA FHOILSIÚ AG OIFIG AN tSOLÁTHAIR
Le ceannach díreach ón
OIFIG DHÍOLTA FOILSEACHÁN RIALTAIS,
TEACH SUN ALLIANCE, SRÁID THEACH LAIGHEAN, BAILE ÁTHA CLIATH 2,
nó tríd an bpost ó
FOILSEACHÁIN RIALTAIS, AN RANNÓG POST-TRÁCHTA,
AONAD 20 PÁIRC MIONDÍOLA COIS LOCHA, CLÁR CHLAINNE MHUIRIS,
CONTAE MHAIGH EO,
(Teil: 01 - 6476834 nó 1890 213434; Fax: 094 - 9378964 nó 01 - 6476843)
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