Companies Act, 1956

Section 159 - Annual Return to Be Made by Company Having a Share Capital

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(1) Every company having a share capital shall within 1 [sixty] days from the day on which each of the annual general meetings referred to in section 166 is held, prepare and file with the Registrar a return containing the particulars specified in Part I of Schedule V, as they stood on that day, regarding-

(a) its registered office,

(b) the register of its members,

(c) the register of its debenture-holders,

(d) its shares and debentures,

(e) its indebtedness,

(f) its members and debenture-holders, past and present, and

(g) its directors, managing directors, 2 [***] 3 [managers and secretaries], past and present:

4 [Provided that 5 [any of the five] immediately preceding returns has given as at the date of the annual general meeting with reference to which it was submitted, the full particulars required as to past and present members and the shares held and transferred by them, the return in question may contain only such of the particulars as relate to persons ceasing to be or becoming members since that date and to shares transferred since that date or to changes as compared with that date in the number of shares held by a member.

Explanation.-Any reference in this section or in section 160 or 161 or in any other section or in Schedule V to the day on which an annual general meeting is held or to the date of the annual general meeting shall, where the annual general meeting for any year has not been held, be construed as a reference to the latest day on or before which that meeting should have been held in accordance with the provisions of this Act.]

(2) The said return shall be in the Form set out in Part II of Schedule V or as near thereto as circumstances admit 4 [and where the return is filed even though the annual general meeting has not been held on or before the latest day by which it should have been held in accordance with the provisions of this Act, the company shall file with the return a statement specifying the reasons for not holding the annual general meeting]:

Provided that where the company has converted any of its shares into stock and given notice of the conversion to the Registrar, the list referred to in paragraph 5 of Part I of Schedule V shall state the amount of stock held by each of the members concerned instead of the shares so converted previously held by him.

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1. Substituted by Act 31 of 1965, Section 62 and Schedule, for "forty-two" (w.e.f. 15-10-1965).

2. The words "managing agents, secretaries and treasurers" omitted by Act 53 of 2000, Section 68 (w.e.f. 13-12-2000).

3. Substituted by Act 65 of 1960, Section 38, for "and managers" (w.e.f. 28-12-1960).

4. Inserted by Act 65 of 1960, Section 38 (w.e.f. 28-12-1960).

5. Substituted by Act 31 of 1988, Section 22, for "any of the two" (w.e.f. 15-6-1988).