



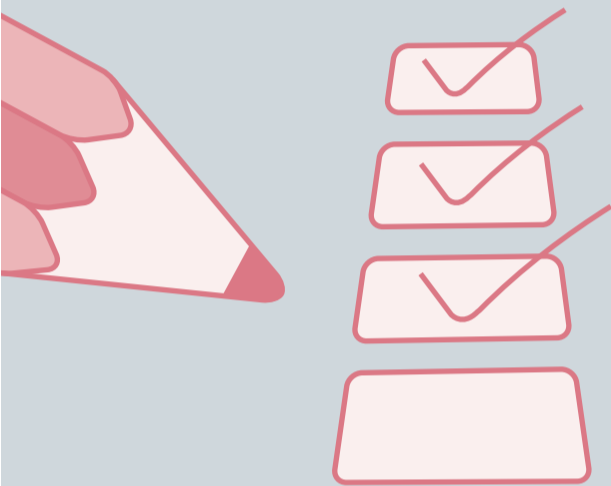
The Companies Act 2006 is changing the law for companies. These changes affect every company operating in the United Kingdom.

Passed in 2006, the Act reaches the final stage of implementation on 1st October 2009.

This guide includes some key information to help you understand what is changing.

Forms

All Companies House forms will change from 1st October 2009.



The new forms include:

- Companies Act 2006 information requirements
- new numbers updated to be relevant to the 2006 Act
- additional guidance notes
- details of any fee (if applicable)

The new forms must be used for all company events that take place on or after 1st October 2009. If you use an old form it will be rejected.

Company events which take place before 1st October must be submitted on 1985 Act forms.

Specimen forms are available on the Companies House website www.companieshouse.gov.uk/act

Fees To cover the cost of running the register, Companies House charges fees for the filing of certain forms such as the annual return, change of name, mortgage and voluntary dissolution.

Please remember to send the fee in with a paper form otherwise we will be unable to accept it.

Save time and trouble by

filing online



You can file many of our forms electronically.

This saves you time in providing information and gives you step-by-step help to prevent any errors or the irritation of having forms rejected. It can be cheaper too for some fee bearing forms.

You can access the WebFiling pages on our website.

Protecting your company from hijack

From 1st October, the Registrar's **PRO**TECTED Online Filing (PROOF) scheme will operate under the framework of the Act (section 1070).

Corporate identity fraud is becoming an increasing problem, with smaller firms just as vulnerable as larger ones. PROOF is our scheme which reduces the likelihood of your company falling victim to fraud. PROOF customers are protected from changes to their company details. They agree with the Registrar that they will only file certain documents electronically. If a fraudster tries to 'hijack' their company by filing a piece of paper, this will be rejected.

Protect your company with PROOF. Find out more or sign up on our website.

The Registrar urges all companies to sign up to PROOF. It can now easily be done via the WebFiling service using the company's authentication code (you no longer need the written consent of each director).



Already a PROOF customer?

Even if you are already a PROOF customer, you will need to sign on after 1st October to accept the new statutory PROOF terms and conditions.

Like to find out more?

The Companies House website gives detailed information, previous implementations and frequently asked questions on all aspects of the Companies Act 2006. The site also includes access to the new Companies Act 2006 specimen forms and model articles of association.

For more information on the Companies Act 2006, please visit www.companieshouse.gov.uk/act

For other Companies House information, please visit www.companieshouse.gov.uk

Key things

you need to know from 1st October 2009

director's address protected from disclosure

Every director will have a service address and a usual residential address. The service address for each directorship will be publicly available. The residential address will only be made available to public authorities and credit reference agencies. On 1st October a director's current residential address will automatically become the service address. However, if you want to have a different service address (e.g. the company's registered office), you will be able to change these details online from 1st October on our website.



alternative address for registers There will be changes to the arrangements for inspecting a company's registers. These registers may be held at the registered office address or at a single alternative inspection location (SAIL). You must notify us if you set up a SAIL address or if the SAIL address is moved, and you may only have one SAIL address for a company at a time. Once the SAIL address is set up, you can move some or all registers to the SAIL address by notifying us. New forms for this will be available on the Companies House website.

easier to set up a company A number of changes have been made to make it easier to set up a company. Full details can be found on our website.

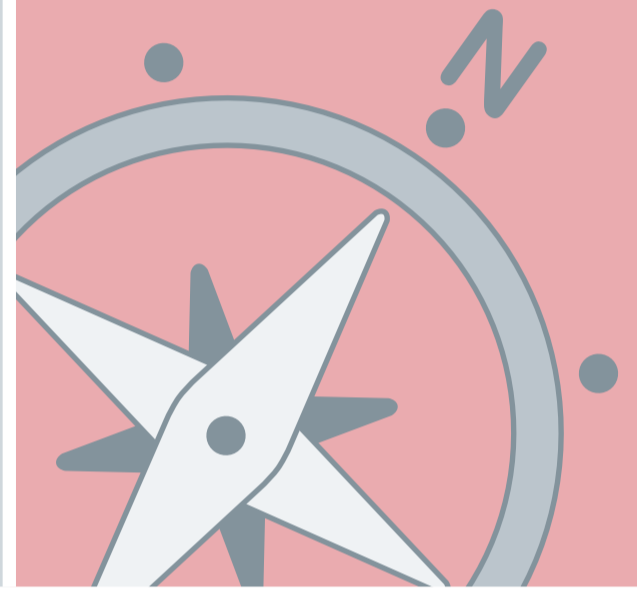
articles for new companies There will be changes to company articles for new companies. They will include the company's objects and liabilities – which were previously in the memorandum. Copies of model articles are available on the Companies House website.

notifying us of articles changes You must send any amendments to the company's articles to us within 15 days. Otherwise you could be liable to a criminal offence and a civil penalty of £200.

Guidance to help your business

Companies House has produced **guidance notes** which explain the changes and give step-by-step instructions on how to form a company, what you need to send us during the life of a company and how to dissolve a company.

The guidance notes are available from our website and on request, as large print and audio formats, in both English and Welsh language versions.



File accounts one month earlier to avoid a penalty

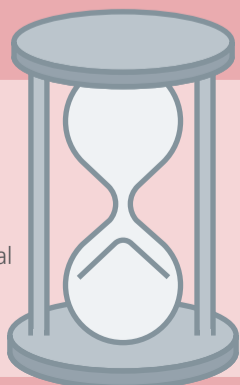
All Companies House accounts filing deadlines have been reduced by one month.

You have one month less to file your accounts. For a private company it is nine months and six months if you are a public company. This applies to accounting periods beginning on or after 6 April 2008.

If you file your accounts late you will be liable for a late filing penalty of up to £1500 for a private company. Full details can be found on our website.

Remember, you have 1 month less time.

It is vital that you remember, as you can face a significant financial penalty if you do not file your accounts by the due date.



Don't forget!

The following changes have already taken place

Some things are optional, others are not:

You must:

- be **aged 16** or over to be appointed as a director.

You do not need to:

- appoint a **company secretary** if you are a private company, though you can still do so if you wish.
- hold an **annual general meeting** if you are a private company, unless you opt to do so.
- have a **unanimous vote for resolutions**, subject to articles, if you are a private company. Members may agree in writing to resolutions.
- get a **court order to make capital reductions** as a private company – they can be supported by a solvency statement instead.

