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1. Introduction

This note is relevant to a Charitable Company Limited by Guarantee set up in the form.

As a result of the Small Business, Enterprise and Employment Act 2015 (SBEE), from 6 April 2016 every Charitable Company Limited by Guarantee must set up a "PSC register", as explained below.

This note is only intended to provide an introduction to the requirements of the SBEE in relation to PSC registers. You also need to read the more comprehensive [Guidance on PSC Registers](#) in the PSC Registers group. We recommend that you also read the documents in the PSC Registers group and to the Government's guidance comprehensively for directors/trustees and secretaries.

set up in the form of a Charity Company Limited by Guarantee as a CIO or in unincorporated form.

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2. Who does the PSC regime apply to?

From 6th April 2016 all Charitable Companies Limited by Guarantee with significant control over the company are subject to the PSC regime. The aim of the PSC regime is to increase transparency of CCLGs. Although a Charitable Company Limited by Guarantee does not have shareholders – a Charitable Company Limited by Guarantee does have directors/trustees.

A PSC register cannot be set up for Charitable Companies Limited by Guarantee, their officers (directors/trustees) and those required to provide the relevant information is subject to a maximum of two years imprisonment and/or a fine.

If a Charitable Company Limited by Guarantee has a subsidiary Charitable Company Limited by Guarantee, the PSC regime will also apply to that company.

What is the basic requirement of it?

Charitable Companies Limited by Guarantee must keep information about people with significant control over the company as the Register of People with Significant Control (PSC Register). The PSC Register is a public register of information about the ownership/control of Charitable Companies Limited by Guarantee and it is not "owned" by Charitable Companies Limited by Guarantee. The PSC regime still applies to it.

Charitable Companies Limited by Guarantee must comply with the regime by keeping a register of people with significant control (PSC Register) and those required to provide the relevant information is subject to a maximum of two years imprisonment and/or a fine.

If a Charitable Company Limited by Guarantee has a subsidiary Charitable Company Limited by Guarantee, the PSC regime will also apply to that company.

3. Who is exempt from the PSC regime?

A charity which is a Charitable Company Limited by Guarantee, or trust is exempt from the PSC regime.

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4. What are the key features of the PSC regime?

CCLGs will have to:

- keep a register of the names and details of people with significant control over them – the PSC register;
- take reasonable steps to identify people who are registrable on the PSC register;
- enter the required information on the PSC register;
- provide the information to Companies House;
- monitor and update the PSC register when there are changes and update the PSC register when it makes its

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5. Who is a person with significant influence of a CCLG?

An individual who meets the following four conditions (PSC Conditions) in relation to a

- directly or indirectly exercise, significant influence or control over the activities of the CCLG; or
- directly or indirectly exercise, significant influence or control over the activities of the CCLG; or
- otherwise have the right to exercise, significant influence or control over the activities of the CCLG; or
- hold the rights to exercise, significant influence or control over the activities of the CCLG; or

6. Compiling the PSC Register

A CCLG must take reasonable steps to identify whether any individual or legal entity meets the conditions of a PSC. It may be necessary to take reasonable steps, the CCLG cannot be held liable for failure to take these steps is a criminal offence. The Government's guidance on the meaning of this term is available in order to identify its PSCs.

7. Significant influence or control

The bullet point conditions refer to, "significant influence or control". The Government's guidance on the meaning of this term which must be considered is available [here](#).

The guidance provides safe harbours for certain individuals such as lawyers, accountants and financial advisers etc if they are operating within the parameters of their professional role. They would not therefore require registration in the CCLG's PSC Register.

8. Serving of Notices

A CCLG must take reasonable steps to identify whether it has any registrable PSCs and, if so, to identify them. Please see details of how to do this in the **Guidance on the PSC Regime**.

There are also proactive measures within the legislation on registrable PSCs to notify and supply information if he/she/it knows he/she/it has a registrable interest, but the CCLG is not required to take any action about it from the CCLG.

9. The Register

The Companies Act 2006 requires that certain information that must be included in a PSC Register.

For an individual, this includes:

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Service Address (if applicable)	
Country/State/Part of UK	
Nationality	
Date of Birth	
Usual residential address	
Date first became registered	
Nature of control	
Restrictions in force	

For a legal entity, this includes:

Name of legal entity, i.e. company name	
Registered or principal office	
Legal form of entity and jurisdiction	
If applicable, any registered in another state) and its registration number	
Date RLE first became registered	
Nature of control	

The PSC Register must be kept up to date and must never be empty.

10. Public information

CCLGs must keep their PSC register at its registered office or at the Companies House. Anyone (an individual or a company) with a proper purpose may have access to the company's register for a fee.

11. Conclusion

For many CCLGs, identifying RLEs is straightforward, but this is not always the case under the PSC regime. Therefore, CCLGs, directors, trustees, secretaries and administrators should read the **Guidance on the PSC Register** and seek legal advice as required.

information and must never be empty.

A CCLG can keep its PSC register at its registered office or at the Companies House. Anyone (an individual or a company) with a proper purpose may have access to the company's register for a fee.

Identifying RLEs should be relatively straightforward, but this is not always the case under the PSC regime. Therefore, CCLGs, directors, trustees, secretaries and administrators should read the **Guidance on the PSC Register** and seek legal advice as required.

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