Guidance Note:



entral register at

1. Introduction

From June 2016 private contheir own set of company I Companies House ("CH"). Business Enterprise & Emthe Act amend the Company obligation to maintain and company will no longer ke which will maintain the reintroduction of chapter 2A:

2. Which registers are affed

The relevant registers inclu

- register of members
- register of directors
- register of directors
- register of secretari
- register of people w

This guidance concerns the and the option to keep to documents which can be a

A company can keep all or

3. How will it work?

As stated above, it will be only apply to the register of is a unanimous approval of

Register of members

The rules that set out the the central register state:

- An election may be company at the till private company;
- all members of th concerns a private
- an election will only registrar;
- when the election register of members

bption, to stop maintaining in part, to keep their statutory registers at introduced as part of the Small Act). Section 94 & Schedule 5 of rivate companies this option. The n will remain as before but the the information will be sent to CH art of the Companies Act is the

Cs).

ers above as the register of PSCs in our PSC Registers group of

rs at CH.

only, it will be optional and it can the shareholder approval, i.e. there

the option to keep information on

bscribers wishing to incorporate a by the members of an existing

nt to the election if the election ence:

of the election is registered by the

hy does not need to maintain a

- the company must to the election bein that an election ur when the election t its members is available.
- while an election is registrar that would information must be event later than the information in the re-
- when a person in register, the persor the company is req
- the public register t
- an election can be the registrar.

Register of directors, dire

- an election may be on the central regis
- the election may be the time of incorpor
- the election is made members is not required.
- when the election relevant register;
- the company must to the election bein
- while an election i registrar that would force; and
- an election can be the registrar.

4. What are the potential ad

It is unclear what level of to hold their registers with

For certain companies the duplicative filing is remove CH, this becomes part shareholders' addresses registers are held by the conformation is kept at CH. register information on the on the public record while remain part of the public re

Note however that informa company's register will directors' residential addre

er that it was required to hold prior ptice on its historic register stating panies Act is in force, recording that up-to-date information about n on the central register;

y must deliver information to the the register of members. This reasonably practicable and in no d have been required to enter that

opy of materials on the central to confirm that all information that istrar, has been delivered;

evidence of title; and

y giving a notice of withdrawal to

esses and secretaries

n in respect of the these registers

shing to incorporate a company at pany already in existence;

is to the registrar (the assent of

y does not need to maintain the

er that it was required to hold prior

must deliver information to the notified if the election was not in

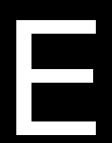
y giving a notice of withdrawal to

tages?

ere will be for companies to elect

advantages and an element of any elects to hold their registers at Therefore information such as pirth which are protected when art of the public record when the nies can opt in and out of holding sitive information that was placed was held at CH will continue to

for inspection at either CH or in a ble for inspection, for example



If a company suspects tha an improper purpose, it ca This safeguard will be los reason why a unanimous v

Finally as a matter of com a share unless and until the company elects to no long in being able to record of become members until the the registrar. In addition, books covering the period

5. Is the election reversible

The election is reversible skeeping their register(s) withdrawn at any time by gregister concerned. The cowill need to maintain the accordance with the statute

y of the register of members is for n order that this not be permitted. bers is kept at CH, and it is the quired.

recognised as the legal holder of the register of members. Where a / books there may be some delay members. Shareholders will not en delivered to, and registered by, ed to safely retain the hard copy ep their records at CH.

eafter a period of time to revert to need above, an election can be wal to the registrar for the relevant g the election is that the company mselves, including updating it in companies Act 2006.

