

PCSec

Company Secretarial Software

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Program Version 9.5
Database Version 20

Guidance Notes

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What's new in v9.5?

This PCSec upgrade contains the legislative changes introduced due to the UK leaving the EU.

The main change is the replacement of EEA/Non-EEA requirements for corporate officers with UK/Non-UK requirements for corporate officers and new versions of Companies House form to reflect this. The historic requirements and new requirements are shown below:

Historic requirements EEA Corporate Officers	Historic requirements Non-EEA Corporate Officers	New requirements UK Corporate Officers	New requirements Non-UK Corporate Officers
Registration Number	Registration Number	Registration Number	Registration Number
Place of Registration	Place of Registration		Place of Registration
	Legal Form		Legal Form
	Governing Law		Governing Law

Please note, there are no changes to the filing requirements for Corporate PSCs (RLEs). Corporate PSCs must always supply all the following:

- Registration Number
- Register in which the RLE is entered
- Country/State
- Legal Form
- Governing Law

Database: Add Company / Company Details

When adding a new Company entity type, PCSec will automatically flag the entity as being either a UK Company or a Non-UK Company.

This selection will be based on the Country entered. To alter the UK Company or Non-UK Company flag, you will need to change the Country selected.

The screenshot shows the 'Add Company' dialog box with the following details:

- Entity type: Company
- Company Name: Example UK Company Limited
- Code: EXAUK CD
- Company Number: 10122334
- Type: Private Company Limited by Shares
- S60 Exempt: ND
- T-Code: T2
- EF Authentication Code: ABCDEF
- Country: United Kingdom (highlighted with a red box)
- Place of Registration: England & Wales
- Add To Set: (no set selected)
- UK Company (selected radio button, highlighted with a red box)
- Non-UK Company (unselected radio button)
- Registry: Companies House, Cardiff
- Legal form of company: Private Company
- Law by which governed: The Companies Act 2006

The Country selection and UK Registered flag can also be viewed and updated in the Company Details screen.

Company Details

Name: Example UK Company Limited Code: EXAUK CO Change Company

Incorporation Number: 10122334 Dormant:

Incorporation Date: 01/04/2019 Dormant Date: / /

Account Number: Highest Certificate No.: (None)

VAT Number: Significant Figures for Currencies: 2

Indebtedness: S60 Exempt: No T-Code: T2

EF Authentication Code: ABCDEF

Country: United Kingdom

Place of Registration: England & Wales

Legal Form of Company: Private Company

Law by which Governed: The Companies Act 2006

UK Registered: YES

Type of Company: Private Company Limited by Shares

Registry: Companies House, Cardiff

Company Details Trading and Preferences

OK Cancel Help

Database: Add Corporate Personnel / Personnel Details

When adding a new Corporate Personnel entity type, PCSec will automatically flag the entity as being either a UK Company or a Non-UK Company.

This selection will be based on the Country entered. To alter the UK Company or Non-UK Company flag, you will need to change the Country selected.

Add Personnel

Entity type: Personnel

Personnel

Individual Corporate

Title:

Company Name: Example Non-UK Corp LLC

Forename(s):

Honours:

Code: EXNOCOLL

Country: USA

Place of Registration: California

Occupation:

Nationality:

Registration No.: 201709310193

UK Company Non-UK Company

Registry: California

Legal form of company: Limited Liability Company

Law by which governed: California LLC Law

Dates

Date of Incorporation: 01/04/2019

Name applies from: 01/04/2019

Last changed: / /

Representatives

Representative:

Representative Type:

Dual:

Corporate Sole: No EF Authentication Details...

Remarks:

Add Exit Help

The Country selection and UK Registered flag can also be viewed and updated in the Company Details screen.

Events: Appointment & Resignation (Forms AP02/AP04/LLAP02)

The following events have been updated:

- Officer(s) – Appointment & Resignation by company
- Officer – Appointment & Resignation by appointee
- LLP Member(s) – Appointment & Resignation by company
- LLP Member – Appointment & Resignation by appointee

These events will produce new versions of the following forms as PDF and electronic XML (where applicable):

- AP02 – Appointment of corporate director
- AP04 – Appointment of corporate secretary
- LLAP02 – Appointment of corporate member of a LLP

PCSec will automatically produce the new version of the form, and populate the correct section based on whether the corporate officer is flagged as a UK Company or Non-UK Company.

Companies House will no longer accept the old versions of these forms after 01 January 2021

For UK companies, as a Director, Secretary or LLP Member:

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UK-registered limited companies

Please give the company registration number.

Registration number 10122334

For non-UK companies, as a Director, Secretary or LLP Member:

5 Other corporate bodies or firms	
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.
Legal form of the corporate body or firm	Limited Liability Company
Governing law	California LLC Law
If applicable, where the company/firm is registered ¹	California
If applicable, registration number	201709310193

Events: Change of Details (Forms CH02/CH04/LLCH02)

The following events have been updated:

- Officer(s) – Change of details by company
- Officer – Change of details by appointee
- LLP Member(s) – Change of details by company
- LLP Member – Change of details by appointee

These events will produce new versions of the following forms as PDF and electronic XML (where applicable):

- CH02 – Change of corporate director's details
- CH04 – Change of corporate secretary's details
- LLCH02 – Change of details of a corporate member of a LLP

PCSec will automatically produce the new version of the form, and populate the correct section based on whether the corporate officer is flagged as a UK Company or Non-UK Company.

Companies House will no longer accept the old versions of these forms after 01 January 2021

For UK companies, as a Director, Secretary or LLP Member:

6 Change of legal details	
	Please show any change of details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please detail any change to the register in which it is entered (including the state) and any new registration number in that register.
Change of details of the legal form of the corporate body or firm	
Change of details of governing law	
If applicable, new details where the company/firm is registered ¹	
If applicable, the new registration number	10122334

For non-UK companies, as a Director, Secretary or LLP Member:

6 Change of legal details	
	Please show any change of details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please detail any change to the register in which it is entered (including the state) and any new registration number in that register.
Change of details of the legal form of the corporate body or firm	Limited Liability Company
Change of details of governing law	California LLC Law
If applicable, new details where the company/firm is registered ^⓪	California
If applicable, the new registration number	201709310193

Events: Confirmation Statement (Form CS01 Part 3)

The Confirmation Statement event has been updated to produce an amended CS01 form as PDF and electronic XML (where applicable).

The only change to the CS01 is in Part C3, and only applies to companies admitted to trading on a market.

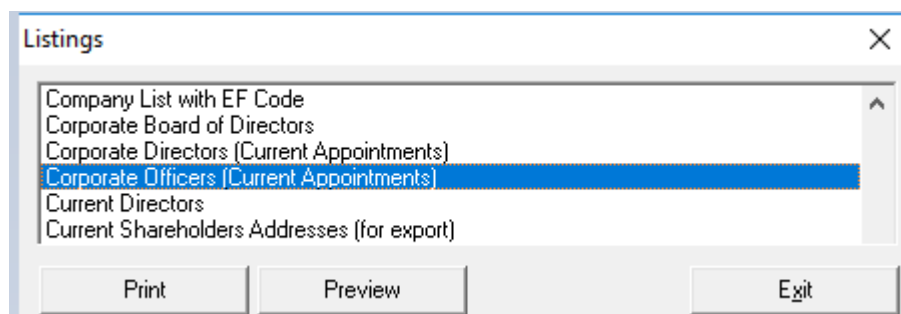
C3 Exemption from keeping a people with significant control (PSC) register ^⓪	
Is the company exempt or has it ever been exempt from keeping a PSC register: → Yes continue (Tick only one box). → No go to Part 4 section D2 'Shareholder information for certain traded companies'.	<p>^⓪ Exemption from keeping a PSC register In accordance with Part 21A of the Companies Act 2006.</p> <p>^⓪ Exemption from keeping a PSC register no longer applies. If you need to provide PSC information complete and return the appropriate forms.</p>
Please tick the appropriate statement:	
<input type="checkbox"/> The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a regulated market in the United Kingdom.	
<input type="checkbox"/> The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on an EU regulated market.	
<input type="checkbox"/> The company is exempt from the requirement to obtain information and keep a register of its PSC because the company has voting shares admitted to trading on a market listed in Schedule 1 of the Register of People with Significant Control Regulations 2016.	
<input type="checkbox"/> The exemption from keeping a PSC register (Part 21A) no longer applies. ^⓪	

As PCSec does not administer companies admitted to trading on a market, this is purely a cosmetic change. Confirmation Statements will continue to be produced as normal.

Companies House will no longer accept the old version of the Confirmation Statement form after 01 January 2021

Listing: Corporate Officers (Current Appointments)

A new report has been added to the Listings section of PCSec and is called Corporate Officers (Current Appointments).



This report will search for, and return, details of:

- any company or corporate personnel entity;
- with a current appointment record as:
- either director, secretary or LLP member.

Corporate Officers (Current Appointments)

Co. Code	Company	Co. No.	Jurisdiction	App. Code	Officer	Appointed	Appointment Type
00000000	Testing Corporates 4, 5 & 6 LLP	00000000	England & Wales	CODE&ONI	Corp DesMem & ORP NonEEA Inc	07/12/2017	Designated LLP Member
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	CODI&PE	Corp Director & PSC EEA PLC	08/12/2017	Director
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	CODIRIEE	Corp Director EEA Ltd	08/12/2017	Director
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	CODINON	Corp Director NonEEA Inc	08/12/2017	Director
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	COSE&PEE	Corp Secretary & PSC EEA ES	08/12/2017	Secretary
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	CORSECSA	Corp Secretary Sarl	08/12/2017	Secretary
177808	Testing Corporates 1, 2 & 3 by Shares Ltd	177808	England & Wales	COSENOCO	Corporate Secretary NonEEA Corp	08/12/2017	Secretary
BRETESLL	Bresit Test LLP	OC101202	England & Wales	NOCOOFCO	Non-EEA Company Officer Corp.	01/03/2019	Designated LLP Member
BRETESLL	Bresit Test LLP	OC101202	England & Wales	NOCOOFEN	Non-EEA Corporate Officer Inc.	01/03/2019	Designated LLP Member
BRETESLL	Bresit Test LLP	OC101202	England & Wales	NOECCOOF	Non-UK EEA Company Officer Sarl	01/03/2019	Designated LLP Member
BRETESLL	Bresit Test LLP	OC101202	England & Wales	EEACOROF	Non-UK EEA Corporate Entity Officer Co.	01/03/2019	LLP Member
BRETESLL	Bresit Test LLP	OC101202	England & Wales	UKCOENOF	UK Company Entity Officer Limited	01/03/2019	LLP Member
BRETESLL	Bresit Test LLP	OC101202	England & Wales	UKCOROFF	UK Corporate Entity Officer Limited	01/03/2019	LLP Member
BRETECO1	Bresit Test Company 1 Limited	10120233	England & Wales	NOCOOFCO	Non-EEA Company Officer Corp.	01/03/2019	Director
BRETECO1	Bresit Test Company 1 Limited	10120233	England & Wales	NOCOOFEN	Non-EEA Corporate Officer Inc.	01/03/2019	Secretary

This report will allow you to identify your current UK and non-UK corporate officers.

Note: Change of details forms will need to be filed at Companies House for every:

- Non-UK corporate officer, based in the EEA;
- Appointed prior to 01 January 2021.

The change of details forms for these officers will need to supply all of the following data:

- Legal form
- Governing Law
- Where the company/firm is registered
- Registration number

You have a period of 3 months from 1st January 2021 in which to update this information at Companies House.

Reports: Register of Directors (Corporate Directors and Firms)

The Register of Directors (Corporate Directors and Firms) report has been updated. It has separate sections for UK Registered Company and Non-UK Registered Company information.

PCSec Demo Share Company Limited		
Register of Directors		Company Number 3451247
(Corporate Directors and Firms)		Date Of Incorporation 20/01/2004
Corporate/Firm Name Example UK Company Limited	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names		
Registered/Principal Office Address First Floor Templeback 10 Temple Back Bristol BS1 6FL	UK Registered Company Registration Number: 10122334	Non-UK Registered Company Place of Registration: Registration Number: Legal Form:
	Governing Law:	

PCSec Demo Share Company Limited		
Register of Directors (Corporate Directors and Firms)		Company Number 3451247 Date Of Incorporation 20/01/2004
Corporate/Firm Name Example Non-UK Corp LLC	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names		
Registered/Principal Office Address 90 Eureka Square Pacifica California CA.94044 USA	UK Registered Company Registration Number:	Non-UK Registered Company Place of Registration: California Registration Number: 201709310193 Legal Form: Limited Liability Company Governing Law: California LLC Law

Reports: Register of Secretaries (Corporate Directors and Firms)

The Register of Secretaries (Corporate Secretaries and Firms) report has been updated. It has separate sections for UK Registered Company and Non-UK Registered Company information.

PCSec Demo Share Company Limited		
Register of Secretaries (Corporate Directors & Firms)		Company Number Date Of Incorporation 20/01/2004
Corporate/Firm Name Example UK Company Limited	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names		
Registered/Principal Office Address First Floor Templeback 10 Temple Back Bristol BS1 6FL	UK Registered Company Registration Number: 10122334	Non-UK Registered Company Place of Registration: Registration Number: Legal Form: Governing Law:

PCSec Demo Share Company Limited		
Register of Secretaries (Corporate Directors & Firms)		Company Number Date Of Incorporation 20/01/2004
Corporate/Firm Name Example Non-UK Corp LLC	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names		
Registered/Principal Office Address 90 Eureka Square Pacifica California CA.94044 USA	UK Registered Company Registration Number:	Non-UK Registered Company Place of Registration: California Registration Number: 201709310193 Legal Form: Limited Liability Company Governing Law: California LLC Law

Report: Register of LLP Members (Corporate Members and Firms)

The Register of Directors (Corporate Members and Firms) report has been updated. It has separate sections for UK Registered Company and Non-UK Registered Company information.

PCSec Demo LLP		
Register of LLP Members (Corporate Members and Firms)		
	Company Number	OC123456
	Date Of Incorporation	01/01/2013
Corporate/Firm Name Example UK Company Limited	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names	Designated Member YES	
Registered/Principal Office Address First Floor Templeback 10 Temple Back Bristol BS1 6FL	UK Registered Company Registration Number: 10122334	
	Non-UK Registered Company Place of Registration: Registration Number: Legal Form: Governing Law:	

PCSec Demo LLP		
Register of LLP Members (Corporate Members and Firms)		
	Company Number	OC123456
	Date Of Incorporation	01/01/2013
Corporate/Firm Name Example Non-UK Corp LLC	Appointment Dated: 01/04/2019 Resolved: Date Filed:	Resignation / Cessation Dated: Resolved: Date Filed:
Former names	Designated Member NO	
Registered/Principal Office Address 90 Eureka Square Pacifica California CA94044 USA	UK Registered Company Registration Number:	
	Non-UK Registered Company Place of Registration: California Registration Number: 201709310193 Legal Form: Limited Liability Company Governing Law: California LLC Law	