

COMPANIES HOUSE WEB FILING AND ANNUAL RETURNS

From 1 February 2005 the filing fee for a Companies House annual return (the form 363s Shuttle return with details of directors, shareholders, etc) has increased from £15 to £30 for paper returns.

Companies House are retaining the charge at £15 for electronic returns.

With this in mind we recommend that you consider registering to file electronically using the Companies House web filing system – basic information is at:

<http://www.companieshouse.gov.uk/webfiling/fastrack/>

To register for filing by internet there are two steps:

1. Register your self as a filer by obtaining a security code – this registration is linked to a specific e-mail address
2. Obtain an authentication code for your company

The two codes are not linked, meaning that anyone with a security code can file for any company that they are privy to the authentication code for.

Registering as a filer

The registration is linked to your e-mail address.

Visit <http://www.companieshouse.gov.uk/webfiling/fastrack/> and follow through the introduction screen to the log on screen.

Alongside the entry for “Enter security code”, select “Not yet registered? Click here to register” and follow the instructions. The security code will be e-mailed to the nominated address.

Obtaining a company authentication code

To obtain an authentication code, visit <http://www.companieshouse.gov.uk/webfiling/fastrack/> and follow through the introduction screen to the log on screen. Enter your security code, then press “continue”.

On the next screen enter your company number and then press “submit”, which takes you to a company name confirmation screen, and then onto a screen which gives you the choices of

- (i) proceed to security
- (ii) apply for an authentication code
- (iii) request (re)confirmation of authentication code.

Select the second of these options, “apply for an authentication code” and click “submit”. The code is then posted to the registered office.

Where we are the registered office we will forward this on you on receipt.

If you are the registered office then we would welcome a copy of the code for our files so we can file for you when / if necessary.

Practicalities

The web filing service lets you file:

- 363 annual return
- 288a, 288b and 288c, appointment/resignation/change of details for directors
- 287 registered office change
- 88(2) share issues

and some other less common forms.

A common point of confusion relates to share transfers – share transfer forms are for stamp duty only, and are not registered at Companies House – and indeed there is no facility to report them to Companies House. Therefore any changes in shareholdings in the previous year need to be updated on the annual return, be it done electronically or manually.

Electronic filing of annual returns will have to be carried out by you as a company director rather than ourselves on your behalf because the £15 filing fee needs to be paid simultaneously and the administration of us paying this for you and the invoicing it on would be prohibitive.

Other forms we will be able to file for you, provided we have the authentication code.

Your first annual return

The annual return simply confirms details such as registered office address, name and address of directors and shareholders, and number of shares in issue. It does not have any accounting or tax information on it.

It shouldn't take more than a few minutes to do, online or manually.

Some assistance if you are filing your companies first annual return:

- you should find that registered office and director / secretary details are correct, but any necessary changes can be made.
- under the screen for registered there are questions about other registers, eg of debentures – these questions can normally be ignored

- on your first return you will need to find a SIC code to cover the companies main activities, and in future years check the SIC code is still correct. The system gives you a list of SIC codes, you need to select from the appropriate heading, and then drill down to find the code applicable to your business.
- on the first annual return you will need to set up details of the company shareholdings. This is in two parts – first providing details of the issued shares, then, secondly, providing details of who owns them.
- if you have one of our shelf companies then we would normally have issued 100 shares at incorporation, split as per your request. The one subscriber share that was issued to us on forming the company was disclaimed at the time of incorporation, this means that shares in issue are 100 not 101. Historically the Companies House systems did not automatically pick up details of share issues, but we understand that their software has recently been updated to do this – at the time of your first annual return you may therefore be presented with Companies House having no information about shares in issue, or alternatively the draft return (online or paper) may try and report 1 or 101 shares. In any event, assuming you have a standard 100 shares, you will need to amend the return to show 100 ordinary shares in issue. When you make the amendment the system asks the reason why, eg form 88(2) [notice of share issue] already sent, 88(2) to be sent separately, correcting data, and other options. “Correcting data” is the easiest option to select.

If you get stuck on your first annual return then do contact us for assistance. You can leave the return half way through, and any changes are saved for a few days.

PRG
4/2/2005
Updated 17/12/6