

information sheet 1.3a

Legal checklist for forming a Company Limited by Guarantee

When you are ready to register your company with Companies House, there are a number of forms you must fill in to become fully registered. This information sheet gives you a step by step guide through the process.

Step 1

- **Develop the Memorandum of Association.**

This gives details of the company's name, location and what it will do.

- **Develop Articles of Association,**
This describes how the company will be run and the powers of the company's directors.

Please ensure the Memorandum & Articles of Association are signed and dated before moving on to **Step 2**.

Step 2

Form 10 (Statement of the First Directors, Secretary and Registered Office)

This form gives the details of the company's registered office and the names and addresses of its directors and company secretary. All directors must complete a form. If the company secretary is also to be a director then they must complete the company secretary form plus a director form. Please ensure all Form 10's are signed and dated before moving to **Step 3**.

Step 3

Only complete if your company does NOT wish to use the word 'limited' in its name

Complete **Form 30 (5) A** – one form signed by 1 director. This Form must be witnessed by a Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Please note:

To be exempt, a company must be a private company limited by guarantee; the objects of the company must be the promotion of commerce, art, science, education, religion, charity or any profession; and the memorandum or articles of association must say that:

- any profits, or other income, are to be spent in promoting the company's objects;
- no dividends are to be paid to members;
- if the company is wound up, all the assets are to be transferred to another body which has similar objects, or which promotes a charity.

A company that wishes to be exempt from using 'limited' in its name must satisfy all of the above conditions.

Step 4

Form 12 (Declaration of Compliance with the Requirements of the Companies Act), stating that the company meets all the legal requirements of incorporation.

Please ensure all other forms and documents are signed and dated **BEFORE** Form 12 is completed and witnessed

Only 1 Form needs to be completed by 1 director. This Form must be witnessed by Commissioner for Oaths or Notary Public or Justice of the Peace or Solicitor

Step 5

Once all the forms are completed, you must send them off to Companies House with a cheque, payable to 'Companies House' for the correct amount.

For incorporation, the cost is £20.00

For electronic incorporation, the cost is £15.00

For same day incorporation, the cost is £50.00

Send forms by post to Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

For further information from Companies House telephone: **0870 3333 363** or view **www.companieshouse.gov.uk**

If you need further help and assistance to fill in these forms, VODA can help support your group.

If you copy this information sheet, please acknowledge North Tyneside VODA and make sure you have the latest version

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