

Statutory Notice to Persons with Significant Control (Individuals)

[<<Insert Company Name>> the "Company")

<<Insert Date>>

[By post/email]

Dear <<Insert Name of PSC>>,

**Statutory Notice: Register of People with Significant Control – notice to an individual under section 790D of the Companies Act 2006**

In accordance with Part 21A of the Companies Act 2006 and the Register of People with Significant Control Regulations 2017, the Company is under a duty to investigate, obtain information and, if necessary, to require disclosure from you if we have reasonable cause to believe that you may be a registrable person with significant control to the Company under the Legislation.

For your information, further brief details of the Legislation and registrable interests are attached as Annex 2 to this letter. We encourage you to read this letter to better understand the context of this notice and why we are writing to you.

We therefore require you to complete and return the attached form by email to the address shown above] to the Company as soon as possible, but no later than <<Insert Date>>, being one calendar month after the date of this notice. The form requires you to provide the following information concerning your interest, if any, in the Company:

- whether you are a registrable person with significant control to the Company;
- if so, whether you hold the interest directly or indirectly;
- whether the required particulars of your interest are correct; and
- if Annex 1 is incorrect or incomplete, to provide the correct and complete information.

If you hold your interest on behalf of another person, you must also provide us with the relevant contact details for that party.

If you are not such a registrable person, you must provide us with details of whether you know the identity of any other person who is such a registrable person to the Company, whether registrable or otherwise, within the meaning of section 790D of the Companies Act, or anyone likely to have that information. You must provide their particulars that are within your knowledge and, in either case, provide details of the information supplied with the knowledge of each of the persons or legal entities to whom you have provided the information.

You should be aware that failure to provide the information required by this notice, or to provide false information, is an offence under section 790F of the Companies Act subject to a penalty of imprisonment, or a fine (or both). In addition, the Company may take action to enforce its rights until such time as you provide the required information.

<sup>1</sup> This may be an individual or a relevant legal entity

have complied with this notice or provide sufficient information to justify your failure to do so.

Full details of your obligations can be found on the [gov.uk](http://www.gov.uk) website.

We enclose a pro-forma reply slip to assist you in responding to us as promptly as possible.

We look forward to hearing from you.

Yours faithfully,

.....  
For and on behalf of<sup>2</sup>:

<<Insert Company Name Limited>>

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<sup>2</sup> The notice should be signed by a director or secretary of the company.

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Article 19 of the Companies Act 2006  
Required Particulars to be Disclosed in the Statement of PSC>>

<b>Name</b>	Insert Relevant Details>>
<b>Service Address (if applicable)</b>	Insert Relevant Details>>
<b>Country/State/Part of UK where</b>	Insert Relevant Details>>
<b>Nationality</b>	Insert Relevant Details>>
<b>Date of Birth</b>	Insert Relevant Details>>
<b>Usual residential address</b>	Insert Relevant Details>>
<b>Date first became registrable<sup>3</sup></b>	Insert Relevant Details>>
<b>Nature of control<sup>4</sup></b>	Insert Relevant Details>>
<b>Restrictions in force<sup>5</sup></b>	Insert Relevant Details>>

<sup>3</sup> For existing companies completing a PSC register

<sup>4</sup> There are 5 conditions set out in the legislation for  
and include all of these. For information on relevant

<sup>5</sup> If the individual has applied to the registrar of companies  
must be stated.

the date will be 6<sup>th</sup> April 2016.

must identify which of the conditions are relevant  
disclosure Note. The official wording must be used.

disclosure of these particulars to be restricted, this

## Brief overview of the Legislation

## people with significant control

The below is a brief summary of the new requirements for people with significant control. This is for information only and is not intended to be relied on as such.

regarding the keeping of a register of people with significant control. In replying to the notice we have sent you and is for information only and should not be relied on as such.

Further information is available on the Companies House website. If in doubt contact a solicitor who will be able to advise you.

website. If in doubt contact a solicitor who will be able to advise you.

- The Small Business, Enterprise and Employment Act 2015 (SBEE) has materially reformed UK company law. The SBEE has introduced new requirements for companies (& LLPs) to disclose information about people with significant control over them. This applies to all companies as well as tackling money laundering.
- The statutory PSC register for companies that control a company are identified.
- Broadly the only exempt companies are those listed on the Stock Exchange (and AIM) and those with their own set of disclosure and transparency rules.

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individuals who ultimately own and control a company. Their holdings made public.

their shares listed on the London Stock Exchange (and AIM) and those with their own stringent set of disclosure and transparency rules.

The **new requirements** require companies to:

- Keep a PSC register;
- Take reasonable steps to identify people with significant control;
- Record the PSC's details and keep the register up to date;
- Make the register available to Companies House.
- From 30th June 2016, provide information to Companies House.

should be registered on the PSC register.

to date;

and

Companies House.

Even if a company has no interest in the company, it must still keep a register. Criminal sanctions apply to companies that fail to do so.

is dormant), it must still keep a register.

### Identifying PSCs

A PSC is an individual who satisfies any of the following conditions:

conditions:

- directly or indirectly holds more than 25% of the company's shares;
- directly or indirectly holds more than 25% of the company's voting rights;
- directly or indirectly holds more than 25% of the company's directors;
- has the right to exercise, or actually exercises, significant influence or control over the company; or

shares in the company;

voting rights in the company;

remove a majority of the board of directors;

significant influence or control over the company.

- has the right to exercise, or the activities of a trust or firm, the first four tests in relation to

The Government has provided s which can be accessed at [www.gov.uk](http://www.gov.uk)

The provisions also recognise that with control, if such legal entity w relation to the company if it we disclosure requirements, it must b

The details of what needs to be r 1.

### Why are we sending you this notice

A company must take reasonable by giving notice to any registrable believe to be registrable. This c anyone who the company knows PSC or knows someone likely to h

PSCs are also under an obligation the company up to date.

Failure to comply with such duties

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significant influence or control over ty which would itself satisfy any of re an individual.

the meaning of significant control

entities (as opposed to individuals) e of the conditions listed above in legal entity is subject to its own y's PSC register.

PSC register are set out in Annex

confirm registrable PSCs, including ows or has reasonable cause to notices requesting information to to believe knows the identity of a

company of their status and keep