

### **CIPRO becomes CIPC on 1 April 2011 - what does this mean?**

Please take note of the following changes which are to be implemented on 1 April 2011, and the consequences of these changes.

#### **Effective date 1 April 2011**

The DTI is determined to have the Commission and the Act in effect on 1 April 2011.

However the following still needs to happen before 1 April 2011 for the above to take effect:

- Companies Amendment Bill to be signed by President
- Companies Amendment Bill effective date to be gazetted
- Regulations and Forms to be completed and signed off

All documentation, applications and lodgements received by CIPRO up to and on 31 March 2011, will be processed in accordance with the current ('old') Companies Act, with submissions taking place on the current CM / CK forms. From 1 of April 2011 all applications have to be submitted on the new forms (CoR's) and comply with the new Companies Act.

A new website will be launched as of 1 April 2011, **CIPC**, which must be used from then onwards. CIPRO has developers working around the clock in order for this website to be ready for implementation on 1 of April 2011.

#### **Consequences of change over on 1 April 2011**

- **Need to re-register as an agent**
  - Your existing agent account will still be available to view your applications under the old act.
  - Until such time that CIPRO / CIPC issues guidelines about how to register for new agent accounts and how they will work, the current agent accounts should continue to be used post 1 April 2011.
  - Balances on your current agent account will be refunded to you once new agent accounts are in use and all outstanding applications under the old accounts have been processed.
  - Once new agent accounts are in place, payment into old agent accounts will be rejected.
- **No new CC applications from 1 April 2011**
  - Changes to existing CC's will remain unchanged, however no new CC's will be registered as of 1 April 2011.
  - Close Corporation founding documents submitted before effective date of the new Companies Act will continue to be registered

- **Annual returns due in April 2011**
  - All companies must file annual returns(Form CoR 30.1) within thirty(30) business days, after its incorporation anniversary date, and together with the supplementary documents as follows
    - Companies required to have their financial statements audited, must file a copy of the latest audited financial statements
    - Companies voluntarily choosing to have their financial statements audited can elect to file a copy of those audited financial statements, or to file a document called a Financial Accountability Supplement, which contains only the prescribed pertinent financial information of a company
    - All other Companies must file a Financial Accountability Supplement
  
- **Transitional arrangements regarding Audit / Independent Review**
  - Companies with **financial year end before 1 April 2011** - completion of audit in terms of current companies act.
  - New Act will apply to all financial year ends after 1 April 2011
  - Pending matters / filings
    - All pending matters before Registrar on 1 April 2011 - to be concluded in terms of current companies act
    - Will include registration of Close Corporations - for which name reservations have been filed and subsequently approved
    - If names rejected - new application for name and registration of a new company under new companies act
  
- **Filing requirements with Commission - filer / person must provide:**
  - Legal name
  - Address for delivery of docs
  - Telephone number, email address and fax number - if available
  - Authorisation if not incorporator, director, member
  - Confirmation of identity - reasonable evidence eg, ID book, passport etc
  - If filer / person not individual - name of individual authorised to deal with
  - Commission

CIPRO plans to publish guides and FAQs on the new website to assist members with regards to the new forms and requirements of the Commission from 1 April 2011.

