
My obfuscated formation might not have been legal

Posted by hhulme - 2010/05/18 16:10

I have had a company set up on my behalf by The Company Warehouse through a company called PayStream, who simply indicated that my filling in a form to receive an application form from themselves would also result in them having the company set up. I have just been in contact with The Company Warehouse asking for my Certificate of Incorporation. They told me that my company is "in a state of non-compliance," and that I need to pay them £59.99 + VAT to get statutory registers produced by them for my company to be compliant with CA2006. The page handily links to the relevant pages & sections of CA2006. However, I decided to rewind to the beginning and do some further reading.

CA2006 states:

9 Registration documents

(1) The memorandum of association must be delivered to the registrar together with an application for registration of the company, the documents required by this section and a statement of compliance.

...

13 Statement of compliance

(1) The statement of compliance required to be delivered to the registrar is a statement that the requirements of this Act as to registration have been complied with.

(2) The registrar may accept the statement of compliance as sufficient evidence of compliance.

What this means is that The Company Warehouse have willingly supplied a Statement of compliance to the register in full knowledge that the company is not compliant, and have done so in my name.

What should my next course of action be, other than stumping up £70.49 for the pleasure of being swindled?

Thank you,
- Hugh

Re:My obfuscated formation might not have been legal

Posted by Chris_D - 2010/06/04 15:54

Hugh,

Is the Company name registered at the online webcheck facility with Companies HOUSe (CH)??? - remember to tick the right boxes on the side to see 'proposed incorporation names' or 'current'.

If it is actually registered I would call CH to see if it is actually in non-compliance. Normally the Registrar wouldn't allow the simple incorporation form to go through the verification process.

I suspect it's something like a lack of a Directors' full service address or a wrong tick box for the mem & arts chosen (in the new CA2006 forms)

Basically - don't pay... it's something which you can remedy yourself in two minutes. Let me know if you would like me to look into it for you via CH direct.

Re:My obfuscated formation might not have been legal

Posted by hhulme - 2010/06/04 17:09

Chris,

Firstly, thank you for taking the time to reply.

One of the first things I did was to call CH. The helpful lady I spoke to said "It all looks perfectly fine here".

I believe the "non-compliance" is in relation to the fact that CA2006 states that the company's registered office should hold certain documents - something else which I can do myself.

Company Warehouse try to scare people into paying up by listing the maximum applicable fines for not having the required paperwork: <http://www.thecompanywarehouse.co.uk/corporate-compliance.asp>

This comes back to the fact that they must have proven compliance in some way, or else submitted a false "Statement of compliance".

Thanks again.

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Re:My obfuscated formation might not have been legal

Posted by Chris_D - 2010/06/09 17:28

Not a problem Hugh,

I looked at the webpage and at first glance it seems very scary....but the figures listed are for extremes.....

I practice in this area so I know.

I'm suprised that they didn't include a set of the Company statutory books as part of the incorporation price.... most do.

You are correct in that "non-compliance" is in relation to the fact that CA2006 states that the company's registered office should hold certain documents such as those listed but CH don't really get involved in looking at the stat books.

Just make sure you get your annual return in on time and that you keep your records up to date and follow procedure when any special (or certain ordinary) resolutions are passed....

Your formation agent must have supplied all the correct info if CH are happy - so no need to worry.

Best of luck in the future

Chris

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Re:My obfuscated formation might not have been legal

Posted by mickey - 2010/08/19 11:57

The Internet's growth during the past few years has profoundly affected the way software is licensed and distributed. One of the most important changes that has occurred during this period is the emergence of so-called "open source" licensing. The term "open source" commonly refers to a software program or set of software technologies that are made widely available by an individual or group in source code form for use, modification and redistribution under a license agreement having very few restrictions. The precursors of today's open source licenses have existed since the early 1980s, but only in recent years have been commonly used in connection with large-scale commercial-quality software projects in recent years. The Internet is partially responsible for the increased popularity of open source projects and the open source-licensing model, because it has helped make them more cost effective and efficient for programmers to collaborate on development projects and distribute software among themselves and to customers.

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Re:My obfuscated formation might not have been legal

Posted by jumpingspidermedia - 2011/08/17 03:15

Your formation agent must have supplied all the correct info if CH are happy - so no need to worry.

Right, no need to be worry at all. If CH is fine then believe them.

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