

## Procedure for Forming a Charitable Company

***Please carefully read over this procedure, along with its directions, in its entirety before taking any action.***

1. Prepare a Memorandum draft and Articles of Association for the company (a form of governing document). Both documents must be signed by **each subscriber before a witness, who must attest the signature, before** they are delivered to Companies House for registration. A statement containing a statement concerning who is subscribing for shares to the company must be attached to **both** the Memorandum draft and Articles of Association. Both sheets must be signed by at **least two of the people who signed Form 10**. Both forms must be witnessed by an independent witness (ie not a family member) who must attest the signature. There isn't a standard Companies House form for this, so please look to our other information sheet labelled 'Example subscriber sheet' under Charity Fundamentals.
2. Obtain a copy of the Registration Application Pack from the Charity Commission.
3. Once the Memorandum draft and Articles of Association have been approved, you must fill out the following company registration application forms:
  - **Form 10** - Those who are to be the first directors, or Committee Members, should **each** fill out one of the boxes provided on the form after reading the notes section on the back of the form. This process also includes the Company Secretary (ies). The address of the registered organisation's office should be placed on the first page. Each appointed officer and subscriber must sign and date the form.
  - **Form 12** - Either the director(s) or secretary (ies) need to complete this form. Their address (es) should be placed at the top of the page and they should sign their name(s) where it says "Declarant to sign below". The signing of Form 12 must be signed in the presence of a Solicitor, JP or Commissioner of Oaths. Only sign and date the form only after all other documents because Form 12's purpose is to confirm that these documents are correct.
  - **Form 30(5) (a)** - This is a declaration application for registration of an organisation exempt from the requirement to use the word "limited". Follow the same instructions as Form 12.
  - The Memorandum and Articles of Association also need to be sent with the registration fee of £20 to Companies House for registration as an organisation limited by guarantee.

4. On receipt of a Certification of Incorporation from Companies House, please send :
- A certified copy of your Certification of Incorporation.
  - Two certified copies of the Memorandum and Articles.
  - A completed application form (APP1) and trustee declaration form (DEC1) to the Charity Commission.
  - Full details of how the organisation intends to carry out these objects.

**Keep copies of everything sent to the Commission.** Don't forget to reply to any queries raised by the Commission.

5. If the application is successful, the Commission will issue a print-out showing the details which will be included on the Register. This includes your charity number.

