

REGISTRAR'S RULES 2009

VOLUME 4

REQUIREMENTS APPLICABLE TO INSTRUCTIONS FOR THE INFORMAL CORRECTION OF A DOCUMENT DELIVERED TO THE REGISTRAR

*Made
Coming into force*

*29 September 2009
1 October 2009*

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The registrar of companies makes the following rules in exercise of the powers conferred by section 1075 and section 1117.

PART 1

GENERAL INTRODUCTORY PROVISIONS

Commencement

1. The rules in this Volume come into force on 1st October 2009.

Application of this Volume

- 2.(1) The rules in this Volume apply to instructions for informal correction given by an eligible person to the registrar in respect of a qualifying charge document required to be delivered to the registrar in pursuance of an obligation arising on or after 1st October 2009 where the qualifying charge document has been delivered to but not registered by the registrar (see section 1075).
- (2) The rules in this Volume apply only to charge documents delivered in respect of those bodies specified in Schedule 1 which shall be referred to as “companies (or other bodies)” in this Volume.
- (3) Other Volumes of the registrar’s rules 2009 cover the following matters-
 - (a) Requirements applicable to documents delivered to the registrar in paper form (Volume 2);
 - (b) Requirements applicable to a document or part of a document delivered to the registrar on a CD-ROM or DVD-ROM (Volume 3);
 - (c) Authentication of a certificate sent by the registrar by electronic means (Volume 5).
- (4) The Registrar’s (Electronic Form) Rules 2012 specify the requirements applicable to documents delivered to the registrar in electronic form.

Transitional interpretation

3. Any reference in these rules to a charge document shall be construed as a reference to a charge document required to be delivered to the registrar in pursuance of an obligation arising on or after 1st October 2009.

Definitions and general interpretation

- 4.(1) In this Volume of the rules –
 - “approved format attachment” means information in the format of Microsoft Word or Microsoft NotePad;
 - “certificate” means the certificate referred to in s859A(3);
 - “charge document” means a document other than a copy instrument or certificate delivered:
 - i. under Part 25 of the Companies Act 2006;
 - ii. under Part 25 of the Companies Act 2006 as applied to limited liability partnerships by virtue of Part 9 of The Limited Liability Partnership (Application of Companies Act 2006) Regulations 2009¹;
 - iii. under Part 3 of The Overseas Companies (Execution of Documents and Registration of Charges) Regulations 2009²;
 - “companies (or other bodies)” has the meaning set out in rule 2.(2); and

¹ S.I. 2009/1804.

² S.I. 1917/2009.

as (i), (ii) or (iii) (as the case may be) applied on the date of creation of the charge;
“consent code” means a data code issued by the registrar in response to a consent to instructions being given (see the website for information on how to give consent to instructions being given);

“consent e-mail address” means the e-mail address supplied as part of the consent to instructions being given (see website for information on how to give consent to instructions being given);

“consent to instructions being given” means consent to instructions being given under section 1075 (see the website for information on how to give consent to instructions being given);

“copy instrument” means a copy of the instrument by which a charge is created or evidenced;

“correction pro-forma” means the document in Schedule 2;

“eligible person” means a company (or other body) or other person who delivers a charge document in respect of the company (or other body) to the registrar and who has given consent to instructions being given;

“overseas company” has the meaning given in section 1044;

“qualifying charge document” means a charge document:

- i. delivered by or relating to an eligible person;
- ii. which has been received by the registrar within the period prescribed by an enactment or any extension period ordered by a court of competent jurisdiction for the delivery of that document;
- iii. which appears to the registrar be incomplete or internally inconsistent;

and

- iv. in respect of which it appears to the registrar that the omission or inconsistency could be resolved by amending a specified field.

“registrar” has the meaning given in section 1060(3);

“registrar’s nominated e-mail address” means:

- i. for companies other than overseas companies:
 - a. for a charge document delivered in respect of a company registered in England and Wales to the registrar of companies in England and Wales at: **mortgageamendEW@companieshouse.gov.uk**;
 - b. for a charge document delivered in respect of a company registered in Scotland to the registrar of companies in Scotland at: **mortgageamendSC@companieshouse.gov.uk**;
 - c. for a charge document delivered in respect of a company registered in Northern Ireland to the registrar of companies in Northern Ireland at: **mortgageamendNI@companieshouse.gov.uk**;
- ii. for a charge document delivered in respect of an overseas company, any of the e-mail addresses specified in i.(a), (b) or (c);

“specified field” means the data entry field(s) specified in the third column of the table in Schedule 3 associated with the charge document identified by number and name respectively in the first and second columns of the table;

“website” means the website maintained by the registrar at the URL www.companieshouse.gov.uk as such website may be amended from time to time;

(2) Unless the context otherwise requires, references to sections are to sections of the Companies Act 2006.

(3) In this Volume of the rules-

- (a) any reference to a “rule” or “rules” is a reference to the rules in this Volume of the registrar’s rules 2009 and any reference to a numbered rule,

Chapter, Part or Schedule is to the rule, Chapter, Part or Schedule so numbered in this Volume;

(b) any reference to an Act includes a reference to any subordinate legislation made under that Act;

(c) words in the singular shall include the plural and vice versa and a reference to a gender shall include a reference to all genders.

PART 2 PROCEDURE

Form of instructions

5.(1) Instructions for informal correction may only be given in respect of a specified field on a qualifying charge document by an eligible person.

(2) Instructions for informal correction must be given in the form of the correction pro-forma.

(3) The correction pro-forma contains data input fields each of which is associated with a descriptor indicating the information expected in that data input field and each relevant data input field must be completed as required in legible characters.

(4) The instructions for correction must precisely identify the company (or other body) to which they relate.

Manner of delivery

6. The correction pro-forma must be delivered to the registrar in electronic form as an approved format attachment to an e-mail addressed to the registrar's nominated e-mail address.

Requirements for authentication

7.(1) Each set of instructions to correct given to the registrar must contain a consent code by way of authentication on behalf of the eligible person (or a person acting under his specific authority).

(2) The consent code must be supplied as legible characters in electronic form in the body of the e-mail delivered under rule 6. to which the correction pro-forma is attached.

Signed by:

Tim Moss - Registrar of Companies for England and Wales

Dorothy Blair - Registrar of Companies for Scotland

Helen Shilliday - Registrar of Companies for Northern Ireland

SCHEDULES

Schedule 1- Bodies in respect of which instructions to correct a charge document may be given

Companies within the meaning of section 1

Companies registered under section 1040

European Public Limited-Liability Companies (SEs) within the meaning of Council Regulation 2157/2001/EC which are registered as such in the United Kingdom

Limited liability partnerships registered under the Limited Liability Partnerships Act 2000

Overseas companies within the meaning of section 1044

Schedule 2 – Correction pro-forma

PROFORMA

Company Number
Company Name
Contact Name/ Organisation
Address

The following details will need to be added to, amended or deleted from the Form MR01/LLMR01/MR08/LLMR08

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Persons entitled to the charge
- ☐ Description of property
- ☐ Fixed charge tick box (applies only to MR01/LLMR01)
- ☐ Floating charge tick box (applies only to MR01/LLMR01)
- ☐ Negative pledge tick box (applies only to MR01/LLMR01)
- ☐ Nature of the charge
(applies only to MR08/LL MR08)

- ☐ Obligations secured by the charge
(applies only to MR08/LL MR08)

- **The following details will need to be added to, amended or deleted from the Form MR02/LLMR02/MR09/LLMR09**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Date that property or undertaking was acquired

- ☐ Persons entitled to the charge
- ☐ Description of property.
- ☐ Fixed charge tick box (applies only to MR02/LLMR02)
- ☐ Floating charge tick box (applies only to MR02/LLMR02)
- ☐ Negative pledge tick box (applies only to MR02/LLMR02)
- ☐ Nature of the charge
(applies only to MR09/LL MR09)
- ☐ Obligations secured by the charge
(applies only to MR09/LL MR09)

- **The following details will need to be added to, amended or deleted from the Form MR03/MR10/LLMR03/LLMR10**

Particulars of the charge to be added, amended or deleted (please tick as appropriate)

- ☐ Company /LLP number
- ☐ Company/LLP name
- ☐ Date of creation of charge
- ☐ Date of resolution or determination
- ☐ Date of covering instrument
- ☐ Names of trustees for debenture holders
- ☐ Description of property.
- ☐ Fixed charge tick box (applies only to MR03/LLMR03)
- ☐ Floating charge tick box (applies only to MR03/LLMR03)
- ☐ Negative pledge tick box (applies only to MR03/LLMR03)
- ☐ Nature of the charge
(applies only to MR10/LL MR10)
- ☐ Obligations secured by the charge
(applies only to MR10/LL MR10)

Please give the instructions in the box below

Schedule 3 – Table of specified fields which can be informally corrected

Document Number	Document Name	What on the document can be informally corrected?
MR01 LLMR01	Particulars of a charge Particulars of a charge created by a Limited Liability Partnership (LLP)	Company/LLP number Company/LLP name date of creation person(s) entitled to the charge description of property fixed charge tick box floating charge tick box negative pledge tick box
MR02 LLMR02	Particulars of a charge subject to which property has been acquired Particulars of a charge subject to which property has been acquired by a Limited Liability Partnership (LLP)	Company/LLP number Company/LLP name date of creation date that property or undertaking was acquired person(s) entitled to the charge description of property fixed charge tick box floating charge tick box negative pledge tick box
MR03 LLMR03	Particulars for the registration of a charge to secure a series of debentures Particulars for the registration of a charge to secure a series of debentures by a Limited Liability Partnership (LLP)	Company/LLP number Company/LLP name date of creation date of resolution or determination date of covering instrument names of trustees for debenture holders description of property fixed charge tick box

		floating charge tick box negative pledge tick box
MR08 LLMR08	Particulars of a charge where there is no instrument Particulars of a charge created by a Limited Liability Partnership (LLP) where there is no instrument	Company/LLP number Company/LLP name date of creation person(s) entitled to the charge description of property nature of the charge obligations secured by the charge
MR09 LLMR09	Particulars of a charge subject to which property has been acquired where there is no instrument Particulars of a charge subject to which property has been acquired by a Limited Liability Partnership (LLP) where there is no instrument	Company/LLP number Company/LLP name date of creation date that property or undertaking was acquired person(s) entitled to the charge description of property nature of the charge obligations secured by the charge
MR10 LLMR10	Particulars for the registration of a charge to secure a series of debentures where there is no instrument Particulars for the registration of a charge to secure a series of debentures by a Limited Liability Partnership (LLP)	Company/LLP number Company/LLP name date of creation date of resolution or determination date of covering instrument names of trustees for debenture

		<div>holders</div> <div>description of property</div> <div>nature of the charge</div> <div>obligations secured by the charge</div>
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