

GUIDE TO CHIEF REGISTRAR’S CIRCULAR 6/2011

The New Companies Act 71/2008 came into operation on 1 May 2011 and as a result conveyancers and the Deeds Office are compelled to apply the provisions of the act. CRC 6/2011 has not been applied strictly and therefore all matters registered after 1 May 2011, were as a matter of fact incorrectly registered if the provisions of the Companies act were not applied.

GENERAL:

► Matters registered after 1 May 2011 where the provisions of the New Companies Act have not been applied, are incorrectly registered and shall require a Section 4(1)(b) application to rectify the error in registration.

► Suffixes may only be recorded in ENGLISH irrespective of whether the name of the Company/Close Corporation is in Afrikaans. For example:

 Standard Bank van Suid Africa LIMITED- the suffix must be in ENGLISH only.

► If the name of the Company or Close Corporation was originally registered in a specific language, the translation of the name may not be cited as the registered name. ONLY THE ORIGINAL REGISTERED NAME MAY BE USED

 For example: If the Company was registered as Kaapstadse Prokureursvereniging originally, then you cannot use the translation CAPE TOWN ATTORNEYS’ ASSOCIATION. It must be cited as KAAPSTADSE PROKUREURSVERENIGING LIMITED

 NOTE – in the event where the translated name was used in deeds, a Section 4(1)(b) application is required to reflect the correct registered name

Please note the following important information pertaining to Section 11 of Act 71/2008

|  |  |
| --- | --- |
| TYPE | CITATION |
| Name of the company is its registration number123456/2011 | The number must be followed by the suffix(South Africa) – must be in brackets and in full words- no abbreviation allowed123456/2011 (South Africa) |
| Amendment of Memorandum prohibited-Conveyancers must check this | Name must be followed by the abbreviation (RF)- must be in brackets!PIPELINE (RF)REGISTRATION NUMBER 11111/2011  |
| Personal Liability Company | The word “incorporated” OR the Abbreviation “Inc” – no bracketsABC IncOrABC Incorporated |
| Private Company | The words “Proprietary Limited” OR the Abbreviation “(Pty) Ltd” – No brackets for the words only (Pty)Yellow (Pty) LtdOrYellow Proprietary Limited |
| Public Company | The word “limited” OR abbreviation “Ltd”No Brackets |
| State Owned Company | NO BRACKETS ONLY ABBREVIATION“SOC Ltd”ESKOM SOC Ltd |
| Non Profit CompaniesThis includes Home Owners’ Associations REGISTERED as companies | NO BRACKETS - ONLY ABBREVIATION“NPC”MILKWOOD HOME OWNERS’ ASSOCIATION NPC |

► A Company, which name was changed after 1 May 2011: This can only be done by virtue of a Section 93 Application. Name changes before 1 May 2011 can still be done by lodging a printout (note that this may only be an IPC printout) in a BC cover.

► External Companies must be registered with the Commission before transactions may occur in the Deeds Office.

► Section 4(1)(b) and Section 93 Applications may be brought by a conveyancer.

► Transactions Registered before 1 May 2011 shall require a factual endorsement regarding the citation change similar to that of an ID number change.

► Note that title deed conditions will also have to be amended to reflect the citation change when typing the new deed.