Conversion to a company

Section 1 – About this form

This form is for societies registered under the Co-operative and Community Benefit Societies Act 2014 (excluding credit unions); or the Co-operative and Community Benefit Societies Act (Northern Ireland) 1969, who want to convert to a company.

Guidance on this process is available in Chapter 8 of this guidance: <https://www.handbook.fca.org.uk/handbook/RFCCBS>.

Please note that this form, including any details provided on the form, will be made available to the public through the Mutuals Public Register <https://mutuals.fca.org.uk>. Our privacy notice explains how and why we use personal data: <https://www.fca.org.uk/privacy>.

Section 2 – About this application

2.1 What is the name and register number of the society?

|  |  |
| --- | --- |
| Society name |  |
| Register number |  |

2.2 Who should we contact if we want to discuss this application?

|  |  |
| --- | --- |
| Name |  |
| Role |  |
| Email address |  |
| Phone number |  |

2.3 Application date:

|  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  |  |  |  |  |  |  |  |  |  |

Section 3 – Special resolution

**3.1 Please confirm the converting society has passed the special resolution in line with the statutory requirements.** For further details please see paragraph 8.78 onward of our guidance: <https://www.handbook.fca.org.uk/handbook/RFCCBS>.

|  |  |
| --- | --- |
| Resolution passed in line with statutory requirements |  |

**3.2 Please confirm you have enclosed three (3) signed copies of the special resolution.** Each copy of the resolution must be signed by the converting society’s secretary, and the chairman of the meeting approving the special resolution.

|  |  |
| --- | --- |
| Three copies of the signed special resolution are enclosed |  |

**3.3 Please confirm you have enclosed a copy of the proposed memorandum and articles of association of the company.**

|  |  |
| --- | --- |
| Copy of the proposed memorandum and articles enclosed |  |

Before applying to us to register the special resolution, societies need to contact Companies House to apply for a company to be set up on conversion from a society. It is important that societies tell Companies House not to register the company until we have agreed a date with them. Societies cannot convert into an existing company.

When we have received the application, we will contact Companies House to agree a conversion date.

**3.4 Please confirm you have applied to Companies House to register the company:**

|  |  |
| --- | --- |
| Companies House have been notified as above |  |

Section 4 – Statutory Declaration

An officer of the society must sign below in front of a solicitor, a commissioner for oaths, a notary public or a justice of the peace.

|  |  |
| --- | --- |
| Name |  |
| Role |  |

I do solemnly and sincerely declare that in passing the special resolution the relevant legislative requirements have been complied with; and that everything stated in this form is accurate.

I make this solemn declaration conscientiously believing this to be true, and by virtue of the provisions of the Statutory Declarations Act 1835.

|  |  |
| --- | --- |
| Signature |  |
| Date |  |

This was declared before me, a:

|  |  |
| --- | --- |
| Solicitor |  |
| Commissioner for oaths |  |
| Notary public |  |
| Justice of the peace |  |

|  |  |
| --- | --- |
| Name |  |
| Declared at |  |
| Signature |  |
| Date |  |

Section 5 – Submitting this form

* + - 1. Please submit a signed, scanned version of your application by email to: mutual.societies@fca.org.uk
      2. Or please submit by post to:

Mutual Societies

Financial Conduct Authority

12 Endeavour Square

London

E20 1JN

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