

Limited companies - How to file an annual validation - 2021

All companies must file an annual validation submission online between 1 June and 31 July 2021 (unless they were incorporated in May 2021).

Following the passing of [The Companies \(Annual Validation\) Regulations, 2020](#), some additional information will be collected during the annual validation process beginning this year.

The additional information will be collected on the annual validation form itself. The exact details required for each company depend on various factors such as whether the resident agent is an individual or a corporate services provider and the classification of the company.

The online form automatically shows/hides questions as appropriate so you will only need to answer the questions displayed on the form for your company.

[A full list of all possible questions and the criteria for showing/hiding each question is available here.](#)

What details will I need to file an annual validation online?

To make an annual validation submission online you will need the following:

- **Company registration number**
- **Entity PIN number**

An Entity PIN is required when the submission is being made by anyone other than a Corporate Service Provider or Regulated Presenter

An Entity PIN can be requested online if you cannot find one that has been previously issued or if this is the first time you are completing an online submission.

- **A method of payment**

Cheque—made payable to 'Guernsey Registry'

Credit or debit card

Registry account (if you are a Corporate Service Provider or Regulated Presenter)

- **Please note** - any changes to the company e.g. Change of Address, Change of Directors etc. and any waiver resolutions e.g. Audit or AGM waiver, changed or passed before 31st May must be filed before the Annual Validation submission is completed, with the effective date being either 31 May or before.

Logging into the Online Services Portal

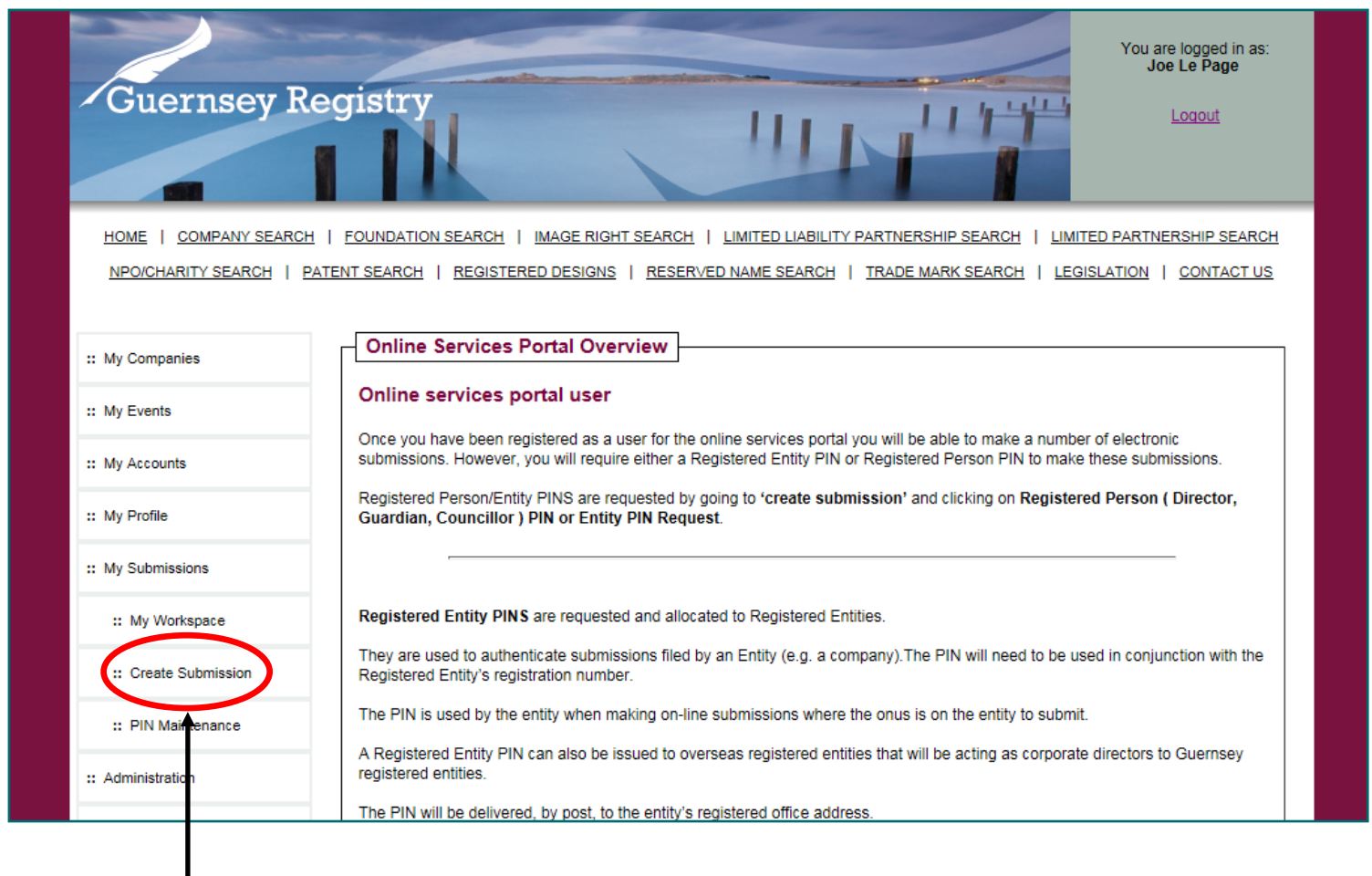
In order to file the Annual Validation you will need to log in to the Online Services Portal at www.greg.gg with your email address and password.

Please note that the login details for the Online Services Portal are not the same as the company PIN/ company number.

If you have not used the online services portal before, please see our [introduction to the online services portal](#) for more information on how to register with and use the website.

Filing the Annual Validation

When you have logged into the Online Services Portal you will see this page:



The screenshot displays the Guernsey Registry Online Services Portal. The header features the Guernsey Registry logo and a user login status: 'You are logged in as: Joe Le Page' with a 'Logout' link. A navigation bar includes links for HOME, COMPANY SEARCH, FOUNDATION SEARCH, IMAGE RIGHT SEARCH, LIMITED LIABILITY PARTNERSHIP SEARCH, LIMITED PARTNERSHIP SEARCH, NPO/CHARITY SEARCH, PATENT SEARCH, REGISTERED DESIGNS, RESERVED NAME SEARCH, TRADE MARK SEARCH, LEGISLATION, and CONTACT US. The left sidebar contains a menu with options: My Companies, My Events, My Accounts, My Profile, My Submissions, My Workspace, **Create Submission** (circled in red), PIN Maintenance, and Administration. The main content area is titled 'Online Services Portal Overview' and contains the following text:

Online services portal user

Once you have been registered as a user for the online services portal you will be able to make a number of electronic submissions. However, you will require either a Registered Entity PIN or Registered Person PIN to make these submissions.

Registered Person/Entity PINS are requested by going to 'create submission' and clicking on **Registered Person (Director, Guardian, Councillor) PIN or Entity PIN Request**.

Registered Entity PINS are requested and allocated to Registered Entities.

They are used to authenticate submissions filed by an Entity (e.g. a company). The PIN will need to be used in conjunction with the Registered Entity's registration number.

The PIN is used by the entity when making on-line submissions where the onus is on the entity to submit.

A Registered Entity PIN can also be issued to overseas registered entities that will be acting as corporate directors to Guernsey registered entities.

The PIN will be delivered, by post, to the entity's registered office address.

Select '**Create Submission**' on the left side of the page.

On the 'Create Submission' page, select '**Annual Validation - Company**' to open the form.

The form will display a notice relating to the filing deadline and liability to civil penalties for late filings. Tick the box to confirm you have read the notice, then select '**Next Page**' to continue.

Once you have clicked 'Next Page' you will see the following page:

Company Registered Number

The completion of this annual validation must contain company information current on the 31st May 2021.

* Please note, Annual Validation form submissions can be made from 01/06/2021. Draft forms can be saved at any time.

The Year for this Annual Validation 2021

Company Registered Number*

Registered Entity PIN*

Please use your unique Registered Entity PIN to authorise this submission

[Verify Detail](#)

Enter the company registration number and Entity PIN (also known as a Company PIN) and select '**Verify Detail**'. Your company information will show up as below:

Company Details

Register Description* Guernsey Registered Company

Company Name*

Company Classification* Non Regulated Companies - Local Individual Director as Resident Agent

Company Status* Normal

Company Type* Non Cellular Company

Company Liability Type* Limited by Shares

Economic Activity

Address

Email Address

Has an AGM waiver resolution, as per section 201 of the Companies (Guernsey) Law, 2008 been passed and delivered to the Registry? Y/N

Waive AGMs N

Has an Audit waiver resolution, as per section 256 of the Companies (Guernsey) Law, 2008 been passed and delivered to the Registry? Y/N

N.B. For the purposes of this year's annual validation, the Registry has assumed that all audit waiver resolutions received between 1 October 2012 and 31 October 2013 were for an indefinite period. Audit waiver resolutions received between 1 November 2013 and 31 December 2013 will identify the period. Should the indicator on this form not be correct, please contact the Registry so that an amendment can be made prior to re-drafting and submission of the annual validation.

Audit Exempt Indefinite Y

Audit Exempt Annual N

The company must advise whether or not it is resident agent exempt, as per section 483 of the Companies (Guernsey) Law, 2008.

This only applies to the following companies:

Those listed on a recognised stock exchange, and subsidiaries of companies listed on a recognised stock exchange;

GFSC Supervised Companies;

Open-Ended Investment Companies;

Closed-Ended Investment Companies.

Resident Agent Exempt N

Company Directors and Resident Agent

The table contains all the Director information of the company

Displaying 1...2 of 2 records

Director Type	Director Name	Service Address	Alternate Director
PERSON			N
PERSON			N

The table contains all the Resident Agent information of the company

Displaying 1...2 of 2 records

Name

You will need to check the information to ensure it is correct as at 31 May.

Note: The system will display all company information as at 31 May. Any changes made with an effective date after 31 May will not show on this annual validation.

Completing the additional information

Please note: The questions that will appear in this section for your company depend on various factors such as whether the resident agent is an individual or a corporate services provider, the classification of the company and your responses to other questions on the form.

This guidance note gives an overview of some of the questions that may need to be answered.

A full list of all possible questions and the criteria for showing/hiding each question is available here.

Director questions

If your company has any directors or resident agents who are natural persons you will need to answer some questions in relation to each director.

Click the '**Continue**' button next to each director to answer the required questions.

Director and Resident Agent Questions

Previous Page

Director Questions

Please select 'Continue' to answer the required questions for each director in the below table.

Displaying 1...1 of 1 records

Director Number	Director Name	Director Type	Answer Director Question
125568	Test Director	PERSON	Continue ▶

No records to display

Edit	Person Number	Person Name	Does director hold a fiduciary licence?	Why does the director not hold a fiduciary licence?	Reason for exemption from requirement for licencing under s.3 of the Fiduciaries Law
------	---------------	-------------	---	---	--

The below questions will appear for the selected director.

Choose the appropriate options from the drop down menus and select '**Add to List**' to return to the previous screen where you can repeat the process for any other directors as necessary.

Director Questions

Previous Page

Director Questions

Director Number: 125568

Director Name: Test Director

Does director hold a fiduciary licence?*

Yes ☐ No ☒

Guidance note: Directors of companies which are local businesses and companies where the majority owner is the director themselves or his/her close family (for example local property holding companies) are exempt from the requirement to hold a fiduciary licence. Directors of these types of company should choose 'Exempt from requirement for licencing under s.3 of the Fiduciaries Law' above, followed by the appropriate exemption reason. A director who is not receiving any income or fee as a result of their appointment, for example a director who sits on the board of a charity on a voluntary basis, should choose 'Not acting by way of business (i.e. unrewarded)'. Directors providing any type of regulated activity (for example acting as trustee for a trust, or acting as a nominee shareholder) may require a fiduciary licence. Further information on the requirement for directors of Guernsey companies to hold a fiduciary licence is available here.

Why does the director not hold a fiduciary licence?*

Exempt from requirement for licencing under s.3 of the Fiduciaries Law ▼

Reason for exemption from requirement for licencing under s.3 of the Fiduciaries Law*

Director of company with an established place of business in the Bailiwick of Guernsey ▼

Previous Page Add to List

Resident agent questions

If the resident agent of your company is a locally resident director you will need to answer some questions in relation to the resident agent.

Click the **‘Continue’** button next to each resident agent to answer the required questions.

Resident Agent Questions Part 1

Please select 'Continue' to answer the required questions for each resident agent in the below table.

Displaying 1...1 of 1 records

Person Number	Person Name	Address	Answer Resident Agent Questions Part 1
125568	Test Director		Continue

No records to display

Edit	Person Number	Person Name	Does the resident agent hold a fiduciary licence?
------	---------------	-------------	---

You will need to specify whether or not the resident agent holds a personal fiduciary licence, and also enter a service address for the resident agent.

The resident agent's service address can be any of the following:

- The company's registered office address (if selected, the system will automatically fill this in)
- The person's residential address (if selected, the system will automatically fill this in)
- A new service address that is not the registered office address or the person's residential address

When the required details have been entered, select 'Add to List' to return to the previous screen where you can repeat the process for any other resident agents as necessary.

Resident Agent Questions Part 1

Previous Page

Resident Agent Questions

Person Number

125568

Resident Agent Name

Test Director

Does the resident agent hold a fiduciary licence?*

Yes
No

Resident Agent Address

Address Type*

Please select

Address Line 1*

Address Line 2

Address Line 3

City/town/area

County/parish

Country*

Please select

Postcode*

Email Address

Previous Page

Add to List

Licenced administrator questions

If none of the directors or resident agents of your company hold a GFSC fiduciary licence you will need to specify whether a GFSC licensee is otherwise involved in the administration or management of the company, for example providing the registered office or other company administration services. For the purposes of the annual validation form this is known as a 'licenced administrator'.

If you select '**Yes**', you will need to enter the company registration number of the licenced administrator (this can be found by doing a [company search at this link](#)), followed by '**Verify Detail**' and then '**Add to list**' to confirm.

Licenced Administrator Questions

Is there a GFSC licensee (e.g. a trust company or fiduciary) otherwise involved in the administration or management of the entity (a 'licenced administrator')?*

Yes ☒ No ☐

Who is the 'licenced administrator'?

64495 Verify Detail

Enter registration number of company acting as 'licenced administrator' to automatically populate details.

Company Name: Test CSP Ltd.

Company Status: Normal Add to list

Resident agent questions - part 2

If no persons linked to the company have a fiduciary licence and there is no licenced administrator you will need to answer some further questions relating to the resident agent. Select '**Continue**' next to the resident agent to answer these questions.

Resident Agent Questions Part 2

Please select 'Continue' to answer the required questions for each resident agent in the below table.

Displaying 1...1 of 1 records

Person Name	Person Number	Answer Resident Agent Questions Part 2
Test Director	125568	Continue

No records to display

Edit	Person Number	Person Name	Date resident agent became associated with the company?	Is the resident agent also a beneficial owner of the company?	Has the resident agent served a notice to obtain information on the beneficial owners of the company?*
------	---------------	-------------	---	---	--

The below questions will appear for the selected resident agent.

Complete the questions and select '**Add to List**' to return to the previous screen where you can repeat the process for any other resident agents as necessary. Once all questions have been answered, click '**Next page**' to proceed.

Resident Agent Questions Part 2

Previous Page

Resident Agent Questions - Part 2

Resident Agent Name: Test Director

Person Number: 125568

Date resident agent became associated with the company?*: 09/10/2018

Note: The pre-populated date is the date that the person became a resident agent of the company, according to the Registry's records. If the person became involved with the company at an earlier date (for example the person was a director prior to becoming a resident agent) please amend the date accordingly.

Is the resident agent also a beneficial owner of the company?*: Yes ☐ No ☐

At any time since the introduction of The Beneficial Ownership of Legal Persons (Guernsey) Law, 2017, has the resident agent served a notice to obtain information on the beneficial owners of the company?*: Yes ☐ No ☐

Note: A resident agent is not required to serve a notice to obtain information on the beneficial owners of a company if they already know the beneficial ownership details.

Previous Page Add to List

Company questions

The system will ask various questions relating to the company's activity and assets.

If your company does not have any links to a GFSC licenced corporate services provider (such as a trust company or fiduciary) you will be asked if the company has any other ongoing business relationship to a GFSC licensee or authorised or registered person. Some examples of this are accountants/bookkeepers, auditors or law firms providing ongoing legal services.

If the company does not have any ongoing business relationships of that nature you will need to specify whether or not the company has audited accounts, and whether the company is directed and managed in Guernsey.

Company Questions

[Previous Page](#)

Activity and asset questions

Does the company have any ongoing business relationship to a GFSC licensee or authorised person? Yes ☐ No ☐

Company purpose questions

Please select one or more company purpose categories

- ☐ Equity holding companies as defined in s.531 of the Companies Law (not including asset holding companies)
- ☐ Investment companies as defined in section 169 of the Income Tax (Guernsey) Law, 1975
- ☐ Asset holding companies, i.e. (a) companies that are established to hold assets that are not generated by any activity carried out by the company itself and (b) any companies that own real property
- ☐ Activity companies, i.e. companies that are established to carry out or support some form of commercial activity
- ☐ Charities and NPOs

Follow up questions will appear depending on the answers given. Some examples of the types of questions that may be asked are as follows:

- Where 'Equity holding companies' is selected as one of the purposes you will need to specify whether it has any direct subsidiaries and, if so, the jurisdiction of registration of those subsidiaries in addition to some basic information on the activity the subsidiaries are engaged in.
 - **Please note that equity holding companies has the definition given in section 531 of The Companies (Guernsey) Law, 2008 and only includes companies that hold shares in other entities. It does not include asset/property holding which is covered by the 'Asset holding companies' category.**
- Where 'Investment companies' or 'Asset holding companies' are selected as one of the purpose categories you will need to specify whether the company holds any real property and, if so, the jurisdictions the property is located in.
- Where 'Activity companies' is selected as one of the purposes you will need to provide a description of the nature of the company's activities, specify if the company is engaged in activities in certain sectors and specify the location of the company's activities.
- If the company is a settlor, trustee, protector or beneficiary of a trust you will need to specify whether the trust is subject to Guernsey law and whether the beneficial ownership information relating to that legal arrangement is held by the company.

Once you have completed all of the required questions, click '**Next Page**' to continue.

Declaration

You will need to read the declaration and tick the box to confirm, then select **'Next Page'** to continue.

DECLARATIONS

Declarations*

☐

By ticking this box you certify that:

You are a Director or Secretary of the Company, authorised to sign this declaration, or are a Corporate Services Provider acting under the authority of the Director or Secretary of the Company in accordance with the terms and conditions of that authority;

And

- the company's register of Directors has been maintained at its registered office in accordance with section 143 of the Law,
- the company has notified any changes of the information held under section 143 to the Registrar of Companies,
- if the address of the Director is a service address that you have notified the Registrar of the directors usual residential address to the Registrar in accordance with section 148 of the Law,
- the company's register of members is available at its registered office and has been maintained in accordance with section 123 of the Law,
- unless exempt the company has appointed a resident agent and notified the Registrar of the particulars of the resident agent under section 485 of the Law,
- the company's record of beneficial ownership is current as at the date the annual validation is filed, as required,
- in filing this annual validation you have taken all necessary steps to comply with the Law and certify that the contents of the annual validation are correct.

Making a declaration that is false or misleading in a material particular is a criminal offence punishable by a fine of £10,000.

Previous Page

Save

Next Page

Presenter details

The 'Presenter Details' page will appear. This shows the online log in details you have used to make the submission. Select **'Next Page'** to continue.

Payment details

The payment details screen will show the fee payable. Select a payment method and enter a reference (the reference is optional) and select **'Pay and Submit'** to complete the process.

Payment

Previous

Transaction Summary

Item Description	Item Cost
Annual Validation	£ 500
Late Fee for 2 Month(s):	£ 200
	Total: £ 700

Payment Method

* Please note, Annual Validation form submissions can be made from 01/01/2021. Draft forms can be saved at any time.

Payment Method* Pre-Registered Account ☐ Credit Card ☐ Cheque ☒

Presenter Reference

Previous

Pay & Submit

Print Draft PDF

Summary PDF

At the end of the submission you will have the option to download a PDF summary of your submission for your records.

Please note that the PDF may have blank pages where no information was required to be entered for your particular company. This is due to limitations with the way the system generates the PDF confirmations and does not indicate that questions have been missed.

Payment method information

Credit/debit card

If this option is selected you will be taken to the card payment screen to enter your card details. When the card details have been accepted the system will confirm that the submission has been received.

Cheque

If payment by cheque is selected the system will confirm that the submission has been received and will display the submission number.

A cheque for the correct amount must be sent to the Registry within 7 days of the submission being made. The submission number must be written on the back of the cheque in order that it can be matched to the correct submission.

If the cheque is not received by the Registry within 7 days of the submission being made the submission will be rejected and must be filed again. If this results in the submission being made after the 31 July deadline the company may be subject to civil penalties as described below.

Pre registered account

Registry accounts are only available to corporate services providers and regulated presenters.

Important information:

- In 2021, annual validation submissions must be made between 1 June and 31 July 2021.
- **Companies that have not filed an annual validation by 31 July 2021 will be liable to a civil penalty.** The civil penalties are per company or incorporated cell and will be applied from 1 August 2021 and thereafter, as follows:
 - £250 for default of up to one week
 - £500 for default of one week to one month
 - £1000 for default of one month or more
- If you fail to submit your company's annual validation without good reason, supply information which you know is false or if you do not pay the correct fee, your company is liable to be struck from the register of companies.
- Standard company details (e.g. director details, registered office, resident agent) cannot be amended at the same time as you complete the annual validation submission. You must check the details carefully before the submission is made.
- Changes to the company details can be made before the annual validation submission is made. These may show as 'pending submissions' on the annual validation submission. This means that the changes had an effective date before 1 June but were not yet processed by the Registry at the time the annual validation submission was made.
- If you would like more detailed information regarding the annual validation and the specific details required, please refer to sections 234, 235 and 236 of the Companies (Guernsey) Law, 2008. This is [available on the Guernsey Legal Resources website](#).

Additional information and guidance

Further guidance is available on the Registry website:

- [Full list of all possible questions and options for company AV form](#)
- [Annual validation guidance for local trading/property holding companies](#)

Office opening hours and contact details

If you need any more information please contact the Registry:

Email: enquiries@guernseyregistry.com

Telephone: +44 (0)1481 222800
(Monday to Friday 10am - 4pm only)