

COMPANIES AND ALLIED MATTERS ACT, NO, 3, 2020

PERSONS WITH SIGNIFICANT CONTROL REGULATIONS, 2022

ARRANGEMENT OF SECTIONS

Regulation:

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information in respect of the Chief Executive Officer (CEO) or any other government official authorised or designated by law to manage the government-owned entity.

- (4) The information required to be submitted pursuant to this regulation shall comply with the Schedule to these Regulations.

4. Identification and inscription of a person with significant control in the register

- (1) Pursuant to sections 119(4) and 791(1), a company or limited liability partnership shall inscribe against the name of every member in the register of members the information received from a person with significant control in compliance with sections 119(1) and 791(1) of the Act and these Regulations.
- (2) A company or limited liability partnership shall take reasonable steps to identify the persons with significant control over it (that is the natural persons that own or control it) and inscribe in its register of members the following particulars in relation to each person with significant control -
- (a) full name;
 - (b) national identity number, or international passport number or driver's licence number;
 - (c) nationality;
 - (d) date of birth;
 - (e) place of birth;
 - (f) date of death of PSC (where applicable as relates to cessation of significant control);
 - (g) service address;
 - (h) residential address;
 - (i) telephone number;
 - (j) email address;
 - (k) PEP status (where applicable);
 - (l) occupation or profession;
 - (m) nature of ownership or control;
 - (n) the date on which a person became a person with significant control of the company or limited liability partnership;
 - (o) date on which the company or limited liability partnership notified the Commission of the ownership or control interest held by the PSC;
 - (p) the date on which any person ceased to be a person with significant control; and
 - (q) any other relevant detail the Commission may from time to time require.
- (3) Where the person with significant control over a company or limited liability partnership is not a member of the company or limited liability partnership the particulars required to be kept under sub-regulation (1) of this regulation shall be inscribed in a separate register maintained for that purpose.
- (4) The Commission shall enter the following particulars in the central register as PSC information –

- (a) in relation to each reporting company or limited liability partnership -
 - (i) company or limited liability partnership name,
 - (ii) company or limited liability partnership registration number,
 - (iii) company or limited liability partnership registration authority,
 - (iv) country of registration,
 - (v) date of registration,
 - (vi) service address, and
 - (vii) where applicable, dissolution date as relates to the company or limited liability partnership's cessation of ownership or significant control;

- (b) in relation to each person with significant control of a company or limited liability partnership -
 - (i) full name, former names or other names,
 - (ii) national identity number or passport number for Nigerian national and passport number, driver's licence or national ID number for a foreign national,
 - (iii) nationality,
 - (iv) tax residencies,
 - (v) date of birth,
 - (vi) place of birth,
 - (vii) where applicable, date of death of PSC as it relates to the natural person's cessation of ownership or significant control,
 - (viii) service address,
 - (ix) residential address,
 - (x) telephone number,
 - (xi) email address,
 - (xii) occupation or profession,
 - (xiii) PEP status (where applicable)
 - (xiv) Nature of ownership including the percentage of ownership, or control,
 - (xv) the date the person became a person with significant control of the company or limited liability partnership,
 - (xvi) the date the company or limited liability partnership notified the Commission of the ownership or control interest held by the PSC,
 - (xvii) the date on which any changes occurred affecting the nature of the ownership or control exerted by a person with significant control and the nature of the change in ownership or control,
 - (xviii) the date on which any person ceased to be a person with significant control,
 - (xix) where applicable, the reason for not disclosing the details of a person with significant control pursuant to these Regulations, and
 - (xx) any other relevant detail the Commission may from time to time require.

- (c) in relation to a reporting company or an intermediary entity that is a publicly listed company, the following additional particulars shall be entered -
 - (i) name of stock exchange identifier scheme and identifier code,
 - (ii) ticker code,
 - (iii) name of each stock exchange on which the shares are listed as specified in the market identifier code (MIC),

- (iv) market identifier code and operating MIC,
 - (v) web address of the page which gives details of the listing for each exchange names in sub-paragraph (iii) of this paragraph,
 - (vi) stock exchange jurisdiction (the ISO 3166 country code for the jurisdiction in which the stock exchange is based),
 - (vii) URL where all regulatory notifications of major holdings can be found, and
 - (viii) URL to the website of the publicly listed company;
- (d) in relation to a reporting company or intermediary entity that is a state-owned entity (SOE), the following additional particulars shall be entered -
- (i) mode of formation, by statute or by registration with the Commission,
 - (ii) where applicable, the name of the law or statute,
 - (iii) where applicable, the date the law or statute was enacted,
 - (iv) company registration number for government-owned entities formed by registration with the Commission,
 - (v) relevant jurisdiction or state,
 - (vi) where applicable, the name and address of each government body through which the relevant jurisdiction or state exercises control or ownership of the reporting company,
 - (vii) the percentage of ownership and nature of control of each government agency,
 - (viii) the particulars required in paragraph (b) of this sub-regulation and the date of appointment of the chief executive officer (CEO) of the government agency,
 - (ix) the particulars required in paragraph (b) of this sub-regulation and the date of appointment of any other senior management government official who exercises significant influence or control over the government agency and the method by which control is exercised, and
 - (x) where an SOE registered at the Commission is a PLC, the SOE shall be required to provide information under paragraph (c) of this sub-regulation.
- (5) Where the reporting company or limited liability partnership is a foreign exempted company or limited liability partnership, it shall provide information to the Commission on –
- (a) the company or limited liability partnership name;
 - (b) registration number;
 - (c) country of registration;
 - (d) date and period of exemption;
 - (e) objects or grounds for the exemption;
 - (f) particulars of the persons with significant control who ultimately own or control the company or limited liability partnership in accordance with the requirements if sub-regulation (3)(b) of this regulation;
 - (g) where the foreign exempted company is publicly listed, the information required shall be as specified under sub-regulation (3)(c) of this regulation;
 - (h) where the exempted company or limited liability partnership is a state-owned entity, the information required shall be as specified under sub-regulation (3)(d) of this regulation.

- (6) Where a person with significant control is exercising his ownership interest indirectly through a legal person, the company or limited liability partnership shall be required to identify and provide information on the intermediary legal person through which such indirect interest in the reporting company or limited liability partnership is held.
- (7) The Commission shall enter into the central register the following particulars of the intermediary legal person referred to in sub-regulation (6) of this regulation in a chain of ownership –
 - (a) company or limited liability partnership name;
 - (b) company or limited liability partnership registration number;
 - (c) company or limited liability partnership registration authority; and
 - (d) country of registration.

5. Obligation and procedure for reporting PSC information or any changes

- (1) A company or limited liability partnership shall -
 - (a) lodge with the Commission, information of its person with significant control in the Forms as set out in the Schedule to these Regulations in accordance with sections 119(2) and 791(2) of the Act;
 - (b) lodge with the Commission the particulars of change in its person with significant control in Form CAC-PSC 02 set out in the Schedule to these Regulations in accordance with sections 119(3) and 791(3) of the Act; and
 - (c) file a notice of a person ceasing to be a person with significant control with the Commission in Form CAC-PSC 03 set out in the Schedule to these Regulations in accordance with sections 119(3) and 791(3) of the Act.
- (2) A person with significant control over a company or limited liability partnership shall within seven days of becoming such a person, indicate to the company or limited liability partnership the particulars of such control as prescribed in these Regulations.
- (3) A foreign company or limited liability partnership that is a subscriber, shareholder or partner in a company or limited liability partnership shall provide the prescribed particulars of the person with significant control who ultimately owns or controls the foreign company or limited liability partnership in accordance with the provisions of these Regulations.

6. Service of notice to disclose PSC information

- (1) where a company or limited liability partnership has reasonable cause to believe that a person is its person with significant control, it shall serve notice to disclose PSC information (the notice) requiring the person to provide the particulars set out in these Regulations.
- (2) A person who received a notice under sub-regulation (1) of this regulation shall comply with the requirements of the notice to disclose PSC information not later than seven days from the date of receipt of the notice.

- (3) A company or limited liability partnership shall issue a warning notice to a person who fails to comply with the provisions of sub-regulation (2) of this regulation, and keep a copy of the warning notice in its register of members.
- (4) A warning notice issued under sub-regulation (3) of this regulation shall -
 - (a) specify the date on which the warning notice is issued and the date of compliance;
 - (b) be accompanied by a copy of the notice issued under sub-regulation (1) of this regulation;
 - (c) require the person to comply with the notice issued under sub-regulation (1) of this regulation within a specified time;
 - (d) state that it is proposing to restrict the relevant interest the person holds in the company or limited liability partnership; and
 - (e) explain the effect of the restriction.

7. Restriction of relevant interest of a person

- (1) A company or limited liability partnership shall -
 - (a) restrict the relevant interest of a person where the person has not complied with the warning notice within seven days² from the date of the notice,
 - (b) make a note in the company's or limited liability partnership's register of members to indicate the restriction issued under paragraph (a) of this sub-regulation; and
 - (c) file a copy of the restriction issued under this regulation with the Commission within seven days from the date of issuance of the restriction.
- (2) Where a company restricts the relevant interest of a person, it shall, in writing, notify the person affected by the restriction, of the -
 - (a) date the warning notice under regulation (6)(3) of these Regulations was issued;
 - (b) date on which the restriction under sub-regulation (1)(a) of this regulation was issued; and
 - (c) effect of the restriction.
- (3) Where a restriction notice is issued pursuant to this regulation -
 - (a) any transfer of the interest is void;
 - (b) no rights are exercisable in respect of the interest;
 - (c) no shares may be issued in right of the interest or in pursuance of an offer made to the interest-holder;
 - (d) no payment may be made of sums due from the company or limited liability partnership in respect of the interest.
- (4) Where a notice issued under sub-regulation (2) of this regulation is complied with after the time specified in the notice, the company or limited liability partnership shall, within 14 days of compliance with the notice, withdraw the restriction placed on the relevant interest of the person with significant control.
- (5) A company or limited liability partnership shall note in the register of members, the -
 - (a) date on which the withdrawal was issued;

- (b) date of approval to withdraw the restriction; and
 - (c) person's relevant interest in the company or limited liability partnership.
- (6) The company or limited liability partnership shall file a copy of the withdrawal issued under this regulation with the Commission within 14 days from the date the withdrawal was issued.

8. Entries in the register of members

A company or limited liability partnership shall note in its register of members that it knows or has reasonable cause to believe that there is a person with significant control in relation to the company or limited liability partnership, but -

- (a) has not identified the person with significant control;
- (b) has not been able to obtain the person with significant control particulars;
- (c) has issued a warning notice which has not been complied with;
- (d) has issued a restriction notice; or
- (e) there is a matter pending before the court in relation to the person with significant control.

9. Confidentiality of PSC information

- (1) A company or limited liability partnership shall not use or disclose any information about a person with significant control, except -
- (a) for the purpose of communicating with the person with significant control;
 - (b) in order to comply with any requirements of these Regulations; or
 - (c) in order to comply with a court order.
- (2) Notwithstanding the provisions of sub-regulation (1) of this regulation, information relating to a person with significant control -
- (a) may be disclosed with the written consent of the person with significant control;
 - (b) shall be available to the public at no cost subject to the provision of Regulation 17 of the Companies Regulation 2021 on Restriction of Protected and Personal Information; and
 - (c) shall be made available to Law Enforcement Agencies, Investigation Agencies and any other relevant Competent Authority.
- (3) In the event of the dissolution of a company or limited liability partnership, the liquidator shall maintain the particulars of persons with significant control for a period of not less than five years from the date of dissolution of the company or limited liability partnership.

10. Access to the PSC central register

- (1) The Commission shall freely make available to the public the following information from the central register on each natural person who is a person with significant control -
- (a) full name of PSC;
 - (b) date on which the reportable ownership or control started;

- (c) date of declaration of significant influence or control;
 - (d) occupation;
 - (e) service address;
 - (f) nationality;
 - (g) nature of ownership or control in the company or limited liability partnership; and
 - (h) unique identifier.
- (2) The Commission shall freely make available to the public the following information from the central register on each reporting entity -
- (a) company or limited liability partnership name;
 - (b) company or limited liability partnership registration number;
 - (c) status;
 - (d) number of PSC s and relevant particulars; and
 - (e) country of registration.

11. Accuracy of PSC information

- (1) The Commission shall put measures in place to ensure the accuracy and timeliness of person with significant control information held in the central register, which shall include the processes of -
- (a) ensuring timeliness and completeness of all required PSC data collected;
 - (b) minimising data entry errors; and
 - (c) learning from the operation of the PSC register and ensuring ongoing improvement of -
 - (i) data collection process, and
 - (ii) the accuracy of data in the central register
- (2) A reporting company or limited liability company shall ensure that the information submitted to the Commission on PSC is accurate and complete.
- (3) Notwithstanding the provisions of sub-regulation (1) of this regulation, the burden of proving the accuracy of the PSC information submitted to the Commission shall rest on the reporting company or limited liability partnership.

12. Sanctions

- (1) The status of any company or limited liability partnership that defaults in complying with the reporting requirements in respect of the PSC register shall be reflected as “inactive” on the PSC register and all other relevant online portals of the Commission.
- (2) Where a company or limited liability partnership defaults in complying with the reporting requirements in respect of the PSC register, the company or limited liability partnership and every officer of the company or limited liability partnership shall be liable to pay to the Commission for every day the default continues, an administrative penalty of -
- (a) N5,000 in the case of a small company;
 - (b) N10,000 in the case of a company other than a small or company limited by guarantee;

- (c) N25,000 in the case of a public company; and
 - (d) N5,000 in the case of a limited liability partnership.
- (3) Where a person with significant control defaults in complying with reporting requirements in respect of sections 119(1) and 791(1) of the Act, the person that is in default shall be liable to pay to the Commission a daily administrative penalty of -
- (a) N10,000 in the case of a small company;
 - (b) N20,000 in the case of a company other small or company limited by guarantee;
 - (c) N50,000 in the case of a public company; and
 - (d) N10,000 in the case of a limited liability partnership
- (4) Where the person with significant control persistently fails to comply, the person shall be liable to pay to the Commission for every day during which the default continues, an administrative penalty of -
- (a) N2,000 in the case of a small company;
 - (b) N5,000 in the case of a company other than small or company limited by guarantee;
 - (c) N10,000 in the case of a public company; and
 - (d) N2,000 in the case of a limited liability partnership.
- (5) Where a company or limited liability partnership does not take steps to identify or disclose its persons with significant control pursuant to these Regulations or defaults in relation to the requirements of sections 119(2) and 791(2) of the Act, the company or limited liability partnership in default shall be liable to pay to the Commission a daily administrative penalty of -
- (a) N10,000 in the case of a small company;
 - (b) N20,000 in the case of a company other small or company limited by guarantee;
 - (c) N25,000 in the case of a public company; and
 - (d) N10,000 in the case of a limited liability partnership
- (6) Where the Commission verifies or receives information confirming that the PSC on the Commission's record is not or is no longer the PSC or different PSC information has been provided to other government organisations or banks and changes has not been filed with the Commission, the company or limited liability partnership shall be liable to pay to the Commission an administrative penalty of -
- (a) N50,000 in the case of a small company;
 - (b) N100,000 in the case of a company other small or company limited by guarantee;
 - (c) N200,000 in the case of a public company; and
 - (d) N50,000 in the case of a limited liability partnership
- (7) A company or limited liability partnership who fails to comply with the directives of the Commission to file notice of changes within seven days shall have its status reflected as "inactive" and liable to pay to the Commission a daily administrative penalty of -
- (a) N10,000 in the case of a small company;

- (b) N20,000 in the case of a company other small or company limited by guarantee;
 - (c) N25,000 in the case of a public company; and
 - (d) N10,000 in the case of a limited liability partnership
- (8) Where a foreign exempted company or limited liability partnership defaults in complying with the requirements for PSC disclosure under these Regulations, the company or limited liability partnership and each of its officers shall be liable to pay to the Commission a daily administrative penalty of N10,000 for the period the default continues.
- (9) A person who defaults in furnishing any statement required by the Commission in respect of a PSC is liable on conviction to imprisonment for a term of two years or a fine of not less than N200,000 or both.
- (10) In addition to the penalty prescribed in sub-regulation (9) of this regulation. The defaulting person shall be liable to pay to the Commission for every day during which the default continues, an administrative penalty of –
- (a) N10,000 in the case of a small company;
 - (b) N25,000 in the case of a company other small or company limited by guarantee;
 - (c) N50,000 in the case of a public company; and
 - (d) N10,000 in the case of a limited liability partnership,
- (11) Where any statement required to be furnished to the Commission in respect of the PSC register contains any matter which is false to the knowledge of the reporting company or limited liability partnership, such reporting entity and each of its officers commit an offence and liable on conviction, in the case of -
- (a) the reporting entity, a fine as the court deems fit; and
 - (b) an officer of the reporting entity, imprisonment for a term of two years.
- (12) In addition to the penalty prescribed in sub-regulation (11) of this regulation, the defaulting person shall be liable to pay to the Commission for every day during which the default continues, an administrative penalty of –
- (a) N10,000 in the case of a small company;
 - (b) N25,000 in the case of a company other small or company limited by guarantee;
 - (c) N50,000 in the case of a public company; and
 - (d) N10,000 in the case of a limited liability partnership,
- (13) The Commission shall not approve an application -
- (a) for registration of a company or limited liability partnership, unless PSC information is provided; and
 - (b) to file annual return of a company or limited liability partnership, unless PSC information is provided.
- (14) The Commission shall not issue a Letter of Good Standing to any company or limited liability partnership who failed to comply with their PSC reporting obligations to the Commission.

- (15) The Commission shall -
- (a) be responsible for the enforcement of the sanctions prescribed under these Regulations; and
 - (b) have the right to impose any other sanction necessary for the enforcement of the PSC provisions under the Act.

13. Guidance on reporting requirements

The Commission shall publish statutory guidance notes necessary to provide further guidance and clarification on the reporting requirements and any other matter relating to the PSC register.

14. Interpretation

In these Regulations, unless the context otherwise requires -

“Act” means the Companies and Allied Matters Act, No.3, 2020;

“Beneficial owner” means the natural person(s) who ultimately owns or controls a company or limited liability partnership or the natural person on whose behalf a transaction is being conducted and includes those natural persons who exercise ultimate effective control over a legal person or arrangement;

“Commission” means the Corporate Affairs Commission;

“Foreign company” means any company or body corporate incorporated outside Nigeria;

“Foreign exempted company” means any foreign company exempted from incorporation as a separate entity in Nigeria within the provisions of the Act;

“Foreign limited liability partnership” means any limited liability partnership incorporated outside Nigeria;

“Foreign exempted limited liability partnership” means any limited liability partnership exempted from incorporation as a separate entity in Nigeria within the provisions of the Act;

“National identification number” means the national identification number issued pursuant to section 18(5) of the National Identity Management Commission Act, 2007;

“Persistently fails” means default in complying with reporting requirements in respect of sections 119(1) and 791(1) of the Act for over two years;

“Person” in relation to person with significant control under the Act means a natural person;

“Person with significant control” shall -

- (a) have the same meaning as a beneficial owner as defined under these Regulations;
- (b) be a person who meets any of the following conditions in relation to a company or limited liability partnership -

- (i) holds at least 5% of the issued shares in a company or interest in a limited liability partnership either directly or indirectly,
- (ii) exercises at least 5% of the voting rights in a company or limited liability partnership directly or indirectly;
- (iii) holds a right directly or indirectly, to appoint or remove majority of the directors of the company or partners of the limited liability partnership;
- (iv) exercises significant influence or control, directly or indirectly, over the company or limited liability partnership; or
- (v) having the right to exercise, or actually exercises significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.

“PSC” means person with significant control;

“Relevant interest” means -

- (a) shares held by a person in a company or interest held by a person in a limited liability partnership;
- (b) voting rights exercised by a person in the company or limited liability partnership;
- (c) the right to appoint or remove any member of the board of directors of the company or any partner in a limited liability partnership.

“Significant influence or control” means the ability to direct or materially influence the finances, financial policies, management, operations, structure of a company or limited liability partnership, or derive significant economic benefits from the company or limited liability partnership; and

“Ultimately owns or controls” refers to a situation where interest in a company or limited liability partnership is exercised by a natural person directly through a chain of ownership or by means of control other than a direct ownership or control.

15. Citation

These Regulations may be cited as the Persons with Significant Control Regulations, 2022

SCHEDULE

[regulation 3(4) and 5(1)]

Notice of Persons with Significant Control (CAC-PSC 01)

Pursuant to Sections 119 and 791 of the Companies and Allied Matters Act, 2020

CAC-PSC01

Notice of Persons with Significant Control



✓ What this form is for

This form can be used to notify a PSC who is a natural person and to provide information about the interest(s) owned.

✗ What this form is NOT for

You cannot use this form to give notice of change of details of PSC

For further information

Please refer to our guidance at www.cac.gov.ng

A. Entity Information

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Jurisdiction		Where applicable
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	_ _ - _ - _ - _ day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

B. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	_ _ - _ - _ - _ day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title		
First Name		This should be the <i>current</i> legal name of the PSC.

Surname			The family names of the PSC.
Other Name(s)			The given names of the PSC used to distinguish the individual within the family.
Former name(s)			Applicable if there is change of name.
Designation			Applicable to SOEs
City			
State			
Nationality			
Country of residence			
Identification type			Means of identification e.g. international passport, National ID card
Identification number			
Gender			
Email			
Phone number			
Address – service	Building name/number		The service address of the PSC
	Street		
	City		
	State		
	Country		
Address – Residential	Building name/number		The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street		

	City	
	State	
	Country	
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)		Individual TIN, if applicable
Date of Birth	_ _ - _ - _ - _ - _ day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020

C. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP, because of holding a position of importance?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/>	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a person holding a position of importance?	Yes <input type="checkbox"/> No <input type="checkbox"/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Nature of relationship to the PEP PEP details First name Surname Former name..... Date of birth _ _ - _ - _ - _ - _ day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.

Reason for PEP status	Head of State/Government <input type="checkbox"/>	An individual is eligible for PEP in each status.
	Senior political party official <input type="checkbox"/>	
	Judicial officer <input type="checkbox"/>	
	Government official <input type="checkbox"/>	
	Military official <input type="checkbox"/>	
	Title/Role of the office holder	
Office/Department		

D. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.

	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		<p>If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.</p> <p>Where some part of the interest is held indirectly, the name of the legal owner through which this interest is held should be provided.</p> <p>Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

E. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> • directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; • directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; • directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; • otherwise having the right to exercise or actually exercising significant influence or control over a company or limited

- liability partnership; or
- having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.”
- For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person’s name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed in one of five ways:

1. when a new company/limited liability partnership is formed
2. filing an annual return
3. if a person becomes PSC
4. notification for foreign exempted company/limited liability partnership
5. filing of annual report by foreign exempted company/limited liability partnership

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria’s International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnerships, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Notice of change of details of Persons with Significant Control (PSC) (CAC-PSC 02)

Pursuant to Sections 119 and 791 of the Companies and Allied Matters Act, 2020

CAC-PSC02



Notice of Change of Details of Persons with Significant Control

✓ What this form is for

You may use this form to give notice of changes of details of PSC.

✗ What this form is NOT for

You cannot use this form to give notice of PSC

For further information

Please refer to our guidance at www.cac.gov.ng

A. Entity Information

Entity Name		
Registration Number		
Date of birth	-- -- -- -- day-month-year	
Title		Current details. This will be used to identify the details on the PSC record.
First name		
Surname		
Former name		
Submission Date	-- -- -- -- day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2022

B. PSC Notification - Natural Person
Details of change(s)

Date of change	-- -- -- -- day-month-year	The date on which the change is made. Input the month as abbreviate text e.g., 30-Jan-2022
Change of individual's details		
Title		
First Name		This should be the <i>current</i> legal name of the PSC.
Surname		The family names of the PSC.
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.
Former name(s)		Applicable if there is change of name.

Designation		Applicable to SOEs	
City			
State			
Nationality			
Country of residence			
Identification type		Means of identification e.g. international passport, National ID card	
Identification number			
Gender			
Email			
Phone number			
Change of service address			
Address – service	Building name/number		The service address of the PSC
	Street		
	City		
	State		
	Country		
Change of residential address			
Address – Residential	Building name/number		The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street		
	City		

	State	
	Country	
Change of other details		
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)		Individual TIN, if applicable
Date of Birth	____-____-____ day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020

C. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP, because of holding a position of importance?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/>	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a person holding a position of importance?	Yes <input type="checkbox"/> No <input type="checkbox"/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Nature of relationship to the PEP PEP details First name Surname Former name..... Date of birth ____-____-____ day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.

Reason for PEP status	Head of State/Government <input type="checkbox"/> Senior political party official <input type="checkbox"/> Judicial officer <input type="checkbox"/> Government official <input type="checkbox"/> Military official <input type="checkbox"/> Title/Role of the office holder Office/Department	An individual is eligible for PEP in each status.
-----------------------	--	---

D. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.

	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		<p>If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.</p> <p>Where some part of the interest is held indirectly, the name of the legal owner through which this interest is held should be provided.</p> <p>Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

Notice of ceasing to be Person with Significant Control (PSC) (CAC-PSC 03)

Pursuant to Sections 119 and 791 of the Companies and Allied Matters Act, 2020

CAC-PSC03

Notice of ceasing to be Person with Significant Control



✓ What this form is for

You may use this form to notify the Commission that a person is no longer a PSC.

✗ What this form is NOT for

You cannot use this form to give notice of change of details of PSC

For further information

Please refer to our guidance at www.cac.gov.ng

A. Entity Information

Entity Name	
Registration Number	

B. Individual's current details

Title		Current details. This will be used to identify the details on the public record.
First name		
Surname		
Former name		
Date of birth	__-__-____ day-month-year	

C. Date ceased to be a PSC

Date ceased	__-__-____ day-month-year	
Date of notice	__-__-____ day-month-year	Give the date on which you made this update to the company's PSC register.

Application to register a company

Pursuant to Sections
36 - 40 of the
Companies and
Allied Matters Act,
2020

CAC 1.1

APPLICATION TO REGISTER A COMPANY



✓ What this form is for
You may use this form to register a company

✗ What this form is NOT for
You cannot use this form to incorporate a Limited Liability Partnership

For further information please refer to our guidance at www.cac.gov.ng

Part 1		Company details	
A1	Company name		
	Approved company name		
A2	Company type		
	Please tick the box that describes the proposed company type		
	<input type="checkbox"/> Public limited by shares <input type="checkbox"/> Private limited by shares <input type="checkbox"/> Unlimited <input type="checkbox"/> Limited by guarantee		
A3	Principal business activity		
	Please state the principal activity or activities		
	Description of principal activity		
A4	Registered office address		
	Please give the registered office address of your company.		
	Number/Building Name	You must ensure that the address shown in this section is easily traceable.	
	Street		
	City/Town/Village		
	Local Government		
	Postcode	Company's email	
	State	Phone number	
A5	Head office address ¹		
	Number/Building Name	¹ Please state Head office address where different	

Street		from the Registered office address in section A3. Ensure that the address shown in this section is easily traceable.
City/Town/Village		
Local Government		
Postcode		
State		

A6	Articles of association	
	Please choose one option and tick one box only	
Option 1	I wish to adopt one of the following model articles in its entirety. Please tick one box only <input type="checkbox"/> Private companies limited by shares <input type="checkbox"/> Public companies <input type="checkbox"/> Companies limited by guarantee	
Option 2	I wish to adopt one of the following model articles with addition and/or amended provisions. I attach a copy of the addition and/or amended provision(s). Please tick one box only <input type="checkbox"/> Private companies limited by shares <input type="checkbox"/> Public companies <input type="checkbox"/> Companies limited by guarantee	

Part 2	Proposed officers	
	<p>For private companies that are small the appointment of a secretary is optional. However, if you decide to appoint a company secretary you must provide the relevant details.</p> <p>Private companies (other than small companies) and public companies are required to appoint at least one secretary.</p> <p>Only small companies may appoint only one director. Every company that is not a small company, and every public company must appoint at least two directors.</p> <p>For a secretary who is an individual, go to Section B1; For a corporate secretary, go to Section C1; For a director go to Section D1;</p>	

Secretary		
-----------	--	--

B1	Secretary appointments ¹	
	Please use this section to list all the secretary appointments taken on formation. For a corporate secretary, complete Sections C1.	
Title		¹ Corporate appointments For corporate secretary appointments, please complete section C1 instead of section B. Additional appointments If you wish to appoint a deputy or an assistant secretary, please use the 'Secretary
Full forename(s)		
Surname		
Former name(s) ²		

Email		appointments' continuation page. ² Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 10 years.
Phone number		
Identity type		
Identity number		

B	Secretary's service address ³	
Number/Building name		Service address: This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of secretaries as the company's registered office.
Street		
City/town/village		
Local Government		
Postcode		
State		

Corporate secretary

C1	Corporate secretary appointments ¹	
	Please use this section to list all the corporate secretary appointments taken on formation.	¹ Additional appointments: If you wish to appoint a deputy or an assistant corporate secretary, please use the 'Corporate secretary appointments' continuation page. Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address).
Corporate body/firm name		
Registration number		
Number/building number		
Street		
City/town/village		
Local Government		
Postcode		
State		
Phone number		
Email		

Director

D1	Director appointments ¹	
	Please use this section to list all the director appointments taken on formation.	¹ Appointments

Title		<p>Only small companies may appoint only one director. Every company that is not a small company, and every public companies must appoint at least two directors.</p> <p>² Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 10 years.</p> <p>³ Country/State of residence This is in respect of your usual residential address as stated in section D4</p> <p>⁴ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.</p>
Full forenames(s)		
Surname		
Former name(s) ²		
Gender		
Nationality		
Country/state of residence ³		
Occupation ⁴		
Email		
Phone number		
Identity type		
Identity number		

D2	Director's service address ⁵	
	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	⁵ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.
	Number/building name	
	Street	
	City/town/village	
	Local Government (where applicable)	
	Postcode	
	State	
	Country	

D3	Director's date of birth ⁶											
	Please complete your full date of birth below.	⁶ Date of birth Please give the full date of birth. The day (dd) will not appear on the public record unless the subscribers have elected to hold directors' information on the public register.										
	<table border="1" style="width: 100%; text-align: center;"> <tr> <td>d</td><td>d</td><td></td><td>m</td><td>m</td><td></td><td>y</td><td>y</td><td></td><td>y</td><td>y</td> </tr> </table>		d	d		m	m		y	y		y
d	d		m	m		y	y		y	y		

D4	Director's usual residential address ⁷	
	Please complete your usual residential address below.	⁷ New director's usual residential address Please

Number/building name		state 'Same as service address' in this section if your usual residential address is recorded in the company's proposed register of director's residential addresses as 'Same as service address'. You cannot state 'Same as service address' if your service address has been stated in Section D2 as 'The Company's Registered Office'. You will need to complete the address in full.
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		
Date		
Signature	Signature X X I consent to be a director of the above named company	

Director

D1	Director appointments ¹	
	Please use this section to list all the director appointments taken on formation.	<p>¹ Appointments Private companies must appoint at least one director. Public companies must appoint at least two directors.</p> <p>² Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 10 years.</p> <p>³ Country/State of residence This is in respect of your usual residential address as stated in section D4</p> <p>⁴ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank.</p>
Title		
Full forenames(s)		
Surname		
Former name(s) ²		
Gender		
Nationality		
Country/state of residence ³		
Occupation ⁴		
Email		
Phone number		
Identity type		
Identity number		

D2

Director's service address ⁵

	Please complete the service address below. You must also fill in the director's usual residential address in Section D4.	⁵ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The Company's Registered Office' if your service address will be recorded in the proposed company's register of directors as the company's registered office.
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		

D3	Director's date of birth ⁶	⁶ Date of birth Please give the full date of birth. The day (dd) will not appear on the public record unless the subscribers have elected to hold directors' information on the public register.										
	Please complete your full date of birth below. <table border="1" style="width: 100%; text-align: center;"> <tr> <td>d</td><td>d</td><td></td><td>m</td><td>m</td><td></td><td>y</td><td>y</td><td></td><td>y</td><td>y</td> </tr> </table>		d	d		m	m		y	y		y
d	d		m	m		y	y		y	y		

D4	Director's usual residential address ⁷	⁷ New director's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the company's proposed register of director's residential addresses as 'Same as service address'. You cannot state 'Same as service address' if your service address has been stated in Section D2 as 'The Company's Registered Office'. You will need to complete the address in full.
	Please complete your usual residential address below.	
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		
Date		
Signature	Signature X X I consent to be a director of the above named company	

Part 3	Statement of issued share capital
	Does your company have share capital? ✓ Yes Complete the sections below. ✓ No Go to Part 4 (Statement of guarantee).

E1	Statement of issued share capital			
	Complete the table(s) below to show the share capital.			Continuation pages Please use a continuation page if necessary.
Class of shares E.g. Equity/preference etc.	Nominal value of each issued share	Total number of issued shares	Aggregate nominal value (Number of shares issued multiplied by nominal value)	Total aggregate amount to be unpaid, if any (whether on account of the nominal value of the share or by way of premium)
	Total			
E2	Prescribed particulars of rights attached to shares			
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of issued share capital table in Section E1.			¹ Prescribed particulars of rights attached to shares
Class of share				The particulars are:
Prescribed particulars ¹				<ul style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
Class of share				

Prescribed particulars ¹		<p>¹ Prescribed particulars of rights attached to shares</p> <p>The particulars are:</p> <ol style="list-style-type: none"> a. particulars of any voting rights, including rights that arise only in certain circumstances; b. particulars of any rights, as respects dividends, to participate in a distribution; c. particulars of any rights, as respects capital, to participate in a distribution (including on winding up); and d. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder. <p>A separate table must be used for each class of share.</p>
--	--	---

E3	Initial shareholdings
----	-----------------------

This section should only be completed by companies incorporating with share capital. Please complete the details below for each subscriber. The addresses will appear on the public record. These do not need to be the subscribers' usual residential address.

Subscribers's details	Class of share	Number of shares	signature	Nominal value of each share	Amount to be paid up on each share (whether on account of the nominal value of the share or by way of premium)	Amount (if any) to be unpaid on each share (whether on account of the nominal value of the share or by way of premium)
Name						
Address						

Name						
Address						
Name						
Address						
Name						
Address						
Name						
Address						

Part 4 Statement of guarantee

Is your company limited by guarantee? <input checked="" type="checkbox"/> Yes Complete the sections below. <input checked="" type="checkbox"/> No Go to Part 5 Persons with Significant Control (PSC).	
--	--

F1	Subscribers	
	<p>Please complete this section if you are a subscriber of a company limited by guarantee. The following statement is being made by each and every person named below.</p> <p>I confirm that if the company is wound up while I am a member, or within one year after I cease to be a member, I will contribute to the assets of the company by such amount as may be required for:</p> <ul style="list-style-type: none"> a) payment of debts and liabilities of the company contracted before I cease to be a member; b) payment of costs, charges and expenses of winding up, and; adjustment of the rights of the contributors among ourselves, not exceeding the specified amount below. 	<p>¹ Name Please use capital letters.</p> <p>² Address The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.</p> <p>³ Amount guaranteed Naira is the valid permitted currency.</p> <p>⁴ Class of members Only complete this if there will be more than</p>
	Subscriber's details	

Forename(s) ¹		one class of members and if the subscribers are electing to keep members' information on the public register.
Surname		
Address ²		
Amount guaranteed ³		
Class of member (if applicable) ⁴		

Subscriber's details

Forename(s) ¹		<p>¹ Name Please use capital letters.</p> <p>² Address The addresses in this section will appear on the public record. They do not have to be the subscribers' usual residential address.</p> <p>³ Amount guaranteed Naira is the valid permitted currency.</p> <p>⁴ Class of members Only complete this if there will be more than one class of members and if the subscribers are electing to keep members' information on the public register.</p>
--------------------------	--	---

Subscriber's details

Forename(s) ¹		<p>¹ Name Please use capital letters.</p> <p>² Address The addresses in this section will appear on the public record. It does not have to be the subscribers' usual residential address.</p> <p>³ Amount guaranteed Naira is the valid permitted currency.</p>
Surname		
Address ²		
Amount guaranteed ³		
Class of member (if applicable) ⁴		

⁴ Class of members
 Only complete this if there will be more than one class of members and if the subscribers are electing to keep members' information on the public register.

Part 5 Persons with Significant Control (PSC)

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	-- -- -- -- day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

E1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	-- -- -- -- day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title		
First Name		This should be the <i>current</i> legal name of the PSC.
Surname		The family names of the PSC.
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.
Former name(s)		Applicable if there is change of name.
Designation		Applicable to SOEs
City		

State		
Nationality		
Country of residence		
Identification type		Means of identification e.g. international passport, National ID card, Driver's License, Permanent Voter's Card
Identification number		
Gender		
Email		
Phone number		
Address – service	Building name/number	The service address of the PSC
	Street	
	City	
	State	
	Country	
Address – Residential	Building name/number	The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street	
	City	
	State	
	Country	
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)		Individual TIN, if

		applicable
Date of Birth	-- -- - - - - day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020

E2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify)	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> <hr/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify) Nature of relationship with the PEP <i>PEP details</i> First name Surname Former name..... Date of birth -- -- - - - - day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.
Reason for PEP status	Head of Sate/Government <input type="checkbox"/> Senior political party official <input type="checkbox"/> Judicial officer <input type="checkbox"/> Government official <input type="checkbox"/> Military official <input type="checkbox"/> Others Title/Role of the office holder	An individual is eligible for PEP in each status.

	Office/Department	
--	-------------------------	--

E3. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can

	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	be left blank. Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
			Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.

The **right to appoint** or remove a majority of the directors or partners

Does the PSC directly or indirectly hold the right to **appoint or remove a majority of the directors or partners** in a company or limited liability partnership?

Yes/No

Significant influence or control over a company or limited liability partnership

Does the PSC otherwise have the right to exercise or is actually exercising **significant influence or control** over a company or limited liability partnership?

Yes/No

E4. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> • directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; • directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; • directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; • otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or • having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself

satisfy any of the first four conditions if it were an individual.”

- For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person’s name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
- 4 filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria’s International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnerships, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Annual return of a company (CAC 19)

Pursuant to Sections 417 - 424 of the Companies and Allied Matters Act, 2020

CAC 19 ANNUAL RETURN OF A COMPANY



What this form is for
You may use this form for Annual Return of Companies

What this form is NOT for
You cannot use this form to file Annual Report of exempted foreign company

For further information
Please refer to our guidance at www.cac.gov.ng

Part 1 Company Details:	
This Section must be Completed by all companies.	
A1	Company RC Number: _____ Company Name in Full: _____
A2	Annual return made up to the.....day of.....,..... (being the fourteenth day after the date of the general meeting for the year _____). The annual return must be delivered within 14 days of the date given below: Date of General Meeting d d m m y y y
A3	Please show the business classification code number(s) for the principal activity or activities. Classification code 1: _____ Classification code 2: _____ Classification code 3: _____ Classification code 4: _____ If you cannot determine a code, please give a brief description of your business activity below: Principal Activity Description: _____
A4	Company Type: Please confirm your company type by ticking the appropriate box below (Only one box must be ticked). <input type="radio"/> <input type="checkbox"/> Small company <input type="radio"/> <input type="checkbox"/> Private company limited by shares (other than small) <input type="radio"/> <input type="checkbox"/> Company limited by guarantee <input type="radio"/> <input type="checkbox"/> Public company
A5	Registered office address: Number /Building name: _____ Street: _____

	City:	
	Local Government	
	State	
A6	Head office location if different from A5	
	Number /Building name:	
	Street:	
	City:	
	Local Government	
	State	
A7	Location of Register of members/Register of person with significant control (if applicable)	
	Number /Building name:	
	Street:	
	City:	
	Local Government	
	State	

Part 2 Officers of the company

This section should include details of the company as at the made-up date of this annual return. All details must agree with those previously notified to Corporate Affairs Commission.

Corporate secretary

- For a **Corporate Secretary**, go to **section B**

Individual secretary

- For a **Secretary** who is an individual, go to **section C**

Directors

- For a **Director**, go to **section D**

New Appointments

You cannot use this form to appoint new officers to the company. To do this, please complete the appropriate form and submit it together with this annual return form:

Change to officer details

You cannot use this form to change any officer details. To do this, please complete the appropriate form and submit it together with the annual return.

B

Corporate secretary's details:

Please use this section for corporate secretaries of the company. **For a secretary who is an individual, complete Section C.**

Corporate Body/firm name:			
Registration number			
Number /Building name:			
Street:			
City:			
Local Government		Phone number	
State		Email	

C

Secretary's details:

Please use this section for individual secretary of the company.

For a corporate secretary, complete Section B.

Title:	
Full forename(s):	
Surname:	
Former names(s):	
Nationality:	

Secretary's Service address			
Number /Building name:			
Street:			
City:			
Local Government		Phone Number	
State		Email	

D. Director's details: Please use this section to list directors of the company.

Title:									
Full forename(s):									
Surname:									
Former names(s):									
Country/State of residence:									
Nationality:									
Date of birth: □	d	d	M	M	Y	Y	Y	Y	¹ Month and year of birth will appear on the public record
Business occupation (If any)									
Telephone number									
Email									
Director's service address									
Number /Building name:									
Street:									
City:									
Local Government									
State									

Part 3: Summary of issued share capital and debentures

Does your company have share capital?

- Yes, go to **Section E1** 'Companies with share capital'.
- No go to **part 4**

E1. Statement of Issued share capital

Please complete below to show each share classes held.

Class of shares E.g. Ordinary/Preference etc.	Number of shares	Aggregate nominal value ₦	Total aggregate amount unpaid, if any ₦
Total			

E2. Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	Prescribed particulars of rights attached to shares The particulars are: 1. particulars of voting rights, including rights that arise only in certain circumstances; 2. particulars of any rights, as respect dividends, to participate in a distribution; 3. particulars of any rights, as respects capital, to participate in a distribution (including winding up); and 4. whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or

		conditions relating to redemption of these shares.
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E3 Particulars of indebtedness

Total amount of indebtedness of the company in respect of all mortgages which are required to be registered with the Commission under the Companies and Allied Matters Act (CAMA).	N
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E4. List of past and present members.

List of person holding shares or stock in the company on the fourteenth day after the annual general meeting for 20..... and of persons who held shares or stock therein at any time since the date of the last return, or, in the cases of the first return, of the incorporation of the company.				
Folio in register containing particulars	Name and addresses	Number of shares held by existing members at date of return	Account of shares	Remarks
			(a) (b)	Date of registration of transfer

The aggregate number of shares held by each member must be stated, and the aggregate must be added up so as to agree with the number of shares stated in the Summary of Share Capital and Debenture to have been taken up.

When the shares are different classes these columns should be subdivided so that the number of each class held, or transferred, may be shown separately. Where any shares have been converted into stock, the amount of stock held by each member must be shown.

The date of registration of each transfer should be given as well as the number of shares transferred on each date. The particulars should be placed together with that of the transferee, but the name of the transferee may be inserted in the remarks column immediately opposite the particulars of each transfer.

(i) If the return for either of the two immediately preceding years has been given as at the date of that return the full particulars required as to past and present members and the shares and stock held and transferred by them, only such of the particulars need be given as relate to persons ceasing to be or becoming members since the date of the last return and to shares transferred since that date or to changes as compared with the date in the amount of stock held by a member.

(ii) If the names in the list are not arranged in alphabetical order, an index sufficient to enable the name of any person to be readily found must be annexed.

Certificates and other Documents Accompanying Annual Returns

Certificate to be given by a director and the secretary of every private company:

We certify that the company has not since the date of the incorporation of the company/the last annual return, issued any invitation to the public to subscribe for any shares or debentures in the company.

Further certificate to be given as aforesaid if the number of members of the company exceeds fifty:

We certify that the excess of the number of members of the company over fifty consist wholly of persons who under subsection (3) of section 22 of the Companies and Allied Matters Act, are not to be included in reckoning the number fifty.

Certified Copies of Accounts

Except for companies qualifying as small companies, there shall be annexed to this return a written copy, certified both by a director and by the secretary of the company to be true copy, of every balance sheet laid before the company in general meeting during the period to which this return relates (including every document required by law to be annexed to the balance sheet) and a copy (certified as aforesaid) of the report of the directors accompanying each such balance sheet. If any balance sheet as aforesaid or document certified in a prescribed manner to be annexed thereto did not comply with the requirements of the law as in force at the date of the audit with respect to the form of balance sheet or documents aforesaid, as the case may be, there shall be made such additions to and corrections in the copy as would have been required to be made in the balance sheet or document in order to make it comply with the said requirements, and the fact that the copy has been amended must be stated thereon.

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- The company name and RC number match the information held on the public register.
- You have completed your principal business activity.
- You have not used this form to make changes to the registered office address.
- You have not used this form to make changes to secretary and director details.
- You have the full date of birth for all individual directors.
- You have signed the form
- You have enclosed the correct fee.

F. Particulars of Turnover and Net Assets (this is applicable to small companies that are not required to submit Financial Statements)

Total Turnover for the year	₪	Amount in words	
Total value of Net Assets for the year	₪	Amount in words	

G. Persons with Significant Control (PSC) - Natural Person

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	- - - - - day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

G1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	- - - - - day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-
--------------------------------------	-----------------------------	---

		Jan-2020	
Title			
First Name		This should be the <i>current</i> legal name of the PSC.	
Surname		The family names of the PSC.	
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.	
Former name(s)		Applicable if there is change of name.	
Designation		Applicable to SOEs	
City			
State			
Nationality			
Country of residence			
Identification type		Means of identification e.g. international passport, National ID card	
Identification number			
Gender			
Email			
Phone number			
Address – service	Building name/number		The service address of the PSC
	Street		
	City		
	State		

	Country		
Address – Residential	Building name/number		The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street		
	City		
	State		
	Country		
Tax residency			A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)			Individual TIN, if applicable
Date of Birth	<p>--- -- --</p> <p>day-month-year</p>	Input the month as abbreviated text e.g., 30-Jan-2020	

G2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	<p>Yes <input type="checkbox"/> No <input type="checkbox"/></p> <p>If the answer is yes, please select the PEP type</p> <p>Domestic PEP <input type="checkbox"/></p> <p>Foreign PEP <input type="checkbox"/></p> <p>International Organization PEP <input type="checkbox"/></p> <p>Others (please specify)</p>	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/>	<p>Where the above is yes, please complete the below section.</p> <p>State the nature of connection to PEP e.g. family member, close</p>
	<p>PEP type</p> <p>Domestic PEP <input type="checkbox"/></p> <p>Foreign PEP <input type="checkbox"/></p> <p>International Organization PEP <input type="checkbox"/></p> <p>Others (please specify)</p> <p>Nature of relationship with the PEP</p> <p>PEP details</p>	

indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Percentage held directly		and indirectly. Where percentage is held indirectly, please complete the section below.
	Percentage held indirectly		
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		<p>If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.</p> <p>Where some part of the interest is held indirectly, the name of the legal owner through which this interest is held should be provided.</p> <p>Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

G4. Guidance

The forms above contain some inline guidance

Term	Definition
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<p>Person with significant control</p>	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> ● directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; ● directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; ● directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; ● otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or ● having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.” ● For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.
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Instructions

Complete all relevant sections. If any information to be included on the form, such as a person’s name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
- 4 filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria’s International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnerships, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Notice of exemption of foreign company or limited liability partnership (CAC 21)

Pursuant to Sections 80 and 788 of the Companies and Allied Matters Act, 2020

CAC 21 NOTICE OF EXEMPTION OF FOREIGN COMPANY OR LIMITED LIABILITY PARTNERSHIP



✓ What this form is for
You may use this form to give notice of Exemption of foreign company or limited liability partnership

✗ What this form is NOT for
You cannot use this form to give notice of Annual Report for exempted foreign company or limited liability partnership

For further information
Please refer to our guidance at www.cac.gov.ng

A. Entity details											
Entity name in full											
Registration Number											
Date of registration				d	d	M	M	y	Y	y	y
Country							Please state the country or jurisdiction where the company/limited liability partnership was registered.				
B. Exemption details											
Date of Exemption											
Place of business outside Nigeria											
Place of business in Nigeria											
Description of business in Nigeria											
Duration of business in Nigeria											
Duration of Exemption											
Expected date of completion											
C. Names and addresses of authorized persons (Representative of company/limited liability partnership)											
SN	Name	Address	Tel. number	Email	Signature						
1											
2											
D. Names and addresses of each Director/Partner											
SN	Name	Address	Tel. number	Email	Signature						
1											
2											
E. Authentication											
Name											

Description		This form is authorised by a Director/Partner, Secretary or any authorised officer of the company/limited liability partnership.
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F. Persons with Significant Control (PSC) - Natural Person

Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	-- -- -- -- day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

F1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	-- -- -- -- day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title		
First Name		This should be the <i>current</i> legal name of the PSC.
Surname		The family names of the PSC.
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.
Former name(s)		Applicable if there is change of name.
Designation		Applicable to SOEs
City		
State		

Nationality			
Country of residence			
Identification type		Means of identification e.g. international passport, National ID card	
Identification number			
Gender			
Email			
Phone number			
Address – service	Building name/number		The service address of the PSC
	Street		
	City		
	State		
	Country		
Address – Residential	Building name/number		The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street		
	City		
	State		
	Country		
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.	
Tax Identification Number (TIN)		Individual TIN, if applicable	

Date of Birth	_ _ - _ _ - _ _ _ _ day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020
---------------	---------------------------------------	--

F2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify)	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> <hr/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify) Nature of relationship with the PEP PEP details First name Surname Former name..... Date of birth _ _ - _ _ - _ _ _ _ day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.
Reason for PEP status	Head of Sate/Government <input type="checkbox"/> Senior political party official <input type="checkbox"/> Judicial officer <input type="checkbox"/> Government official <input type="checkbox"/> Military official <input type="checkbox"/> Others Title/Role of the office holder Office/Department	An individual is eligible for PEP in each status.

F3. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided. Where the PSC holds the interest through

			<p>a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

F4. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> • directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; • directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; • directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; • otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or • having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.” • For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
4. filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria's International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnership, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Presented for filing by:

Name			
Address	<i>Street</i>		
	<i>City area/District</i>		
	<i>City/Town/Village</i>		
	<i>Local Government</i>		
	<i>Postal code</i>		
	<i>State</i>		
	<i>Country</i>		
Phone Number			
Email		Accreditation Number (where applicable)	
Signature		<i>Date</i>	

Annual report of exempted foreign company or limited liability partnership (CAC 22)

Pursuant to
Section 81 and
788 of the
Companies and
Allied Matters
Act, 2020

CAC 22 ANNUAL REPORT OF EXEMPTED FOREIGN COMPANY OR LIMITED LIABILITY PARTNERSHIP



What this form is for
You may use this form to file annual report of exempted foreign company or limited liability partnership

What this form is NOT for
You cannot use this form to give notice of Exemption

For further information

Please refer to our guidance at www.cac.gov.ng

A. Entity details										
Entity name in full										
Registration Number										
Date of registration		d	d	m	m	y	y	y	Y	
Country		Please state the country or jurisdiction where the company or limited liability partnership was registered.								
B. Annual report details										
Date of Annual Report		d	d	m	m	y	y	Y	Y	
Place of business outside Nigeria										
Place of business in Nigeria										
Description of business in Nigeria										
Duration of business in Nigeria										
Date of Exemption		d	d	m	m	y	y	Y	Y	
Duration of Exemption										
Expected date of completion of business in Nigeria	D	d	M	m	y	y	y	Y		
C. Name and Address of Principal Representative of Company or limited liability partnership in Nigeria										
Name	Address	Tel. number	Email				Signature			
D. Particulars of turnover and net assets										
Total Turnover for the year		₦				Amount in words				
Total value of Net Assets for the year		₦				Amount in words				
SN	Name	Address	Tel. number	Email				Signature		
1										
2										
5. Authentication										
Name										

Description		This form is authorised by a Director, Secretary or any authorised officer of the company or limited liability partnership.
-------------	--	---

If there is insufficient space on the form to provide any information required, please attach a separate sheet containing the information set out in the prescribed form.

E. Persons with Significant Control (PSC) - Natural Person

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	-- -- -- -- -- day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

E1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	-- -- -- -- -- day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title		
First Name		This should be the <i>current</i> legal name of the PSC.
Surname		The family names of the PSC.
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.
Former name(s)		Applicable if there is change of name.
Designation		Applicable to SOEs
City		
State		

Nationality		
Country of residence		
Identification type		Means of identification e.g. international passport, National ID card\
Identification number		
Gender		
Email		
Phone number		
Address - service	Building name/number	The service address of the PSC
	Street	
	City	
	State	
	Country	
Address – Residential	Building name/number	The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street	
	City	
	State	
	Country	
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)		Individual TIN, if applicable

Date of Birth	_ _ - _ _ - _ _ _ _ day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020
---------------	---------------------------------------	--

E2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify)	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> <hr/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify) Nature of relationship with the PEP PEP details First name Surname Former name..... Date of birth _ _ - _ _ - _ _ _ _ day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.
Reason for PEP status	Head of Sate/Government <input type="checkbox"/> Senior political party official <input type="checkbox"/> Judicial officer <input type="checkbox"/> Government official <input type="checkbox"/> Military official <input type="checkbox"/> Others Title/Role of the office holder Office/Department	An individual is eligible for PEP in each status.

E3. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided. Where the PSC holds the interest through

			<p>a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

E4. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> • directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; • directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; • directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; • otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or • having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.” • For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
4. filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria's International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnership, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Presented for filing by:

Name			
Address	<i>Street</i>		
	<i>City area/District</i>		
	<i>City/Town/Village</i>		
	<i>Local Government</i>		
	<i>Postal code</i>		
	<i>State</i>		
	<i>Country</i>		
Phone Number			
Email		Accreditation Number (where applicable)	
Signature		<i>Date</i>	

Application to register a limited liability partnership (LLP) (CAC/LLP 01)

Pursuant to Section 753 of the Companies and Allied Matters Act, 2020

CAC/LLP 01

APPLICATION TO REGISTER A LIMITED LIABILITY PARTNERSHIP (LLP)



What this form is for
You may use this form to register an LLP

What this form is NOT for
You cannot use this form to incorporate a company

For further information
please refer to our guidance at www.cac.gov.ng

Part 1 LLP details

A1	LLP name		
Approved LLP name			
A2	Principal business activity		
Description of Principal Activity			
A3	Registered office address		
Please give the registered office address of your LLP			
Number/Building Name		You must ensure that the address shown in this section is easily traceable.	
Street			
City/Town/Village			
Local Government			
Postcode		LLP's email	
State		Phone number	
A4	Head office address ¹		
Number/Building Name		¹ Please give the Head office address where is diferent from the Registered office address in section A3. Ensure that the address shown in this section is easily traceable.	
Street			
City/Town/Village			
Local Government			
Postcode			

State		
-------	--	--

A5	Partner's designation ²	
	Will all partners from time to time be designated partners? <input type="checkbox"/> Yes <input type="checkbox"/> No	² Partners' designation If 'Yes' all partners named will be designated. If 'No' at least two partners named must be designated.

A6	Contributions		
SN	Name of partner	Capital (or Contribution other than cash) committed but yet o be contributed (state as applicable)	Contribution (or Contribution other than Cash) contributed (state as applicable)
1			
2			
3			

Part 2	Proposed officers
	<p>A minimum of two designated partners must be individuals. Partners that are corporate entities should nominate individuals to act as designated partners of the LLP and indicate that such persons are nominee.</p> <ul style="list-style-type: none"> ✓ For a partner who is an individual, go to Section B1. ✓ For a corporate partner, go to Section C1. <p>There must be two designated partners at all times. Unless at least two designated partners all partners will be designated.</p>

B1	Partner appointments ¹	
	Please use this section to list all the partner appointments taken on formation. For a corporate partner complete C1.	¹ Appointments For corporate partner appointments, please complete section C1 instead of section B. ² Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 10 years. ³ Country/State of residence This is in respect of your usual residential address as stated in section B4 ⁴ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. ⁵ Designated partner There must be atleast two designated partners at all times.
Title		
Full forenames(s)		
Surname		
Former name(s) ²		
Gender		
Nationality		
Country/state of residence ³		
Occupation ⁴		
Email		

Phone number		
Identity type		
Identity number		
Designated member ⁵	Please tick this box if the person is consenting to act as designated partner. <input type="checkbox"/>	

B2 Partner's service address ⁶

	Please complete the service address below. You must also fill in the partner's usual residential address in Section D4.	⁶ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The LLP's Registered Office' if your service address will be recorded in the proposed LLP's register of partners as the LLP's registered office.
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		

B3 Partner's date of birth ⁷

	Please complete your full date of birth below.	⁷ Date of birth Please give the full date of birth. The day (dd) will not appear on the public record.
	D d m M Y Y	y Y

B4 Partner's usual residential address ⁸

	Please complete your usual residential address below.	⁸ New partner's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the LLP's proposed register of partner's residential addresses as 'Same as service address'. You cannot state 'Same as service address' if your service address has been stated in Section B2 as 'The LLP's Registered Office'. You will need to complete the address in full.
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		

Date		
Signature	Signature X X I consent to be a partner of the above named LLP	

Partner

B1 Partner appointments ¹

	Please use this section to list all the partner appointments taken on formation.	¹ Appointments For corporate partner appointments, please complete section C1 instead of section B.
Title		² Former name(s) Please provide any previous names (including maiden or married names) which have been used for business purposes in the last 10 years. ³ Country/State of residence This is in respect of your usual residential address as stated in section B4 ⁴ Business occupation If you have a business occupation, please enter here. If you do not, please leave blank. ⁵ Designated partner There must be atleast two designated partners at all times.
Full forenames(s)		
Surname		
Former name(s) ²		
Gender		
Nationality		
Country/state of residence ³		
Occupation ⁴		
Email		
Phone number		
Identity type		
Identity number		
Designated member ⁵	Please tick this box if the person is consenting to act as designated member. <input type="checkbox"/>	

B2 Partner's service address ⁶

	Please complete the service address below. You must also fill in the partner's usual residential address in Section D4.	⁶ Service address This is the address that will appear on the public record. This does not have to be your usual residential address. Please state 'The LLP's Registered Office' if your service address will be recorded in the proposed LLP's register of partners as the LLP's registered office.
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		

State	
Country	

B3 Partner's date of birth ⁷

Please complete your full date of birth below.							⁷ Date of birth Please give the full date of birth. The day (dd) will not appear on the public record.		
D	d		m	M		Y	Y	y	Y

B4 Partner's usual residential address ⁸

Please complete your usual residential address below.		⁸ New partner's usual residential address Please state 'Same as service address' in this section if your usual residential address is recorded in the LLP's proposed register of partners' residential addresses as 'Same as service address'. You cannot state 'Same as service address' if your service address has been stated in Section B2 as 'The LLP's Registered Office'. You will need to complete the address in full.
Number/building name		
Street		
City/town/village		
Local Government (where applicable)		
Postcode		
State		
Country		
Date		
Signature	Signature X X I consent to be a partner of the above named LLP	

C1 Corporate partner appointments

Please use this section to list all the corporate partner of the LLP.		¹ Registered or principal address This is the address that will appear on the public record. This address must be a physical location for the delivery of documents. It cannot be a PO box number
Corporate body/firm name		
Registration number		
Number/building number ¹		
Street		
City/town/village		
Local Government		
Postcode		

State		
Phone number		
Email		

Part 5 **Persons with Significant Control (PSC)**

D. Persons with Significant Control (PSC) - Natural Person

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	_ _ - _ - _ - _ - _ day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

D1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	_ _ - _ - _ - _ - _ day-month-year	The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title		
First Name		This should be the <i>current</i> legal name of the PSC.
Surname		The family names of the PSC.
Other Name(s)		The given names of the PSC used to distinguish the individual within the family.
Former name(s)		Applicable if there is change of name.
Designation		Applicable to SOEs
City		
State		

Nationality		
Country of residence		
Identification type		Means of identification e.g. international passport, National ID card
Identification number		
Gender		
Email		
Phone number		
Address – service	Building name/number	The service address of the PSC
	Street	
	City	
	State	
	Country	
Address – Residential	Building name/number	The residential address of the PSC (not for publication) Individual's residential address. This address cannot be a P O Box number.
	Street	
	City	
	State	
	Country	
Tax residency		A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)		Individual TIN, if applicable

Date of Birth	_ _ - _ _ - _ _ _ _ day-month-year	Input the month as abbreviated text e.g., 30-Jan-2020
---------------	---------------------------------------	--

D2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify)	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> <hr/> PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify) Nature of relationship with the PEP PEP details First name Surname Former name..... Date of birth _ _ - _ _ - _ _ _ _ day-month-year	Where the above is yes, please complete the below section. State the nature of connection to PEP e.g. family member, close associate, etc.
Reason for PEP status	Head of Sate/Government <input type="checkbox"/> Senior political party official <input type="checkbox"/> Judicial officer <input type="checkbox"/> Government official <input type="checkbox"/> Military official <input type="checkbox"/> Others Title/Role of the office holder Office/Department	An individual is eligible for PEP in each status.

D3. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided. Where the PSC holds the interest through

			<p>a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed.</p> <p>Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.</p>
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability partnership?	Yes/No		

D4. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> • directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; • directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; • directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; • otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or • having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.” • For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person's name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
- 4 filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria's International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnership, as defined under the Act.

Under the regulation, every company/limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Annual return of limited liability partnership (LLP) (CAC/LLP 07)

Pursuant to Section 733 of the Companies and Allied Matters Act, 2020

CAC/LLP 07

ANNUAL RETURN OF LIMITED LIABILITY PARTNERSHIP (LLP)



✓ What this form is for
You may use this form to file Annual Return of Limited liability partnership

✗ What this form is NOT for
You cannot use this form to file annual return of Limited Partnership

For further information
Please refer to our guidance at www.cac.gov.ng

1. LLP Partnership details										
Registration Number										
LLP name in full										
General Nature of Business										
2. Registered office address										
Number/Building Name*										
Street*										
City/Town/Village*										
Local Government*										
Postal code										
State*										
3. Head office Address (if any)										
Number/Building Name*										
Street*										
City/Town/Village*										
Local Government*										
Postal code										
State*										
4. Annual Return details										
Date of financial year end			d	d	m	m	y	y	y	y
Annual Return for the year ended					Financial Year End/Accounting Year End					
Turnover ₦					Total Net Assets ₦					

5. Particulars of Partners										
Surname										
Forename(s)		Designation								
Nationality		Date of birth		D	D	M	m	y	y	Y
Gender		Telephone number								
Identity Number		Identity Type								
Email		Occupation								
Residential Address										
Number/Building Name*										
Street*										
City/Town/Village*										
Local Government*										
Postal code										
State*										
Service Address										
Number/Building Name*										
Street*										
City/Town/Village*										
Local Government*										
Postal code										
State*										
Signature						Date				
Surname										
Forename(s)										
Nationality		Date of birth		D	D	M	m	y	y	Y
Gender		Telephone number								
Identity Number		Identity Type								
Email		Occupation								
Residential Address										
Number/Building Name*										
Street*										
City/Town/Village*										
Local Government*										

	Postal code		
	State*		
Service Address			
	Number/Building Name*		
	Street*		
	City/Town/Village*		
	Local Government*		
	Postal code		
	State*		
	Signature		Date

6. Particulars of Corporate Partner (if any)

Name of corporate body	
Registration number	

Address

Number/Building Name*	
Street*	
City/Town/Village*	
Local Government*	
Postal code	
State*	

8. Persons with Significant Control (PSC) - Natural Person

Entity Name		
Registration Number		
Tax Identification Number (TIN)		
Entity type	Private Company Public Company Unlimited Company Company Limited by Guarantee Limited Liability Partnership Foreign Exempted Company	Natural Person must be the subject of all PSC disclosures. If a legal entity is a PSC, a natural person or persons who influence/control it must be disclosed. The PSC of State Owned Enterprise (SOE) or government controlled entity shall consist of the Chief Executive Officer (CEO) and any natural person who has significant influence/control.
State Owned Enterprise (SOE)	Yes <input type="checkbox"/> No <input type="checkbox"/>	Please check 'Yes' if the entity has government participation or control.
Submission Date	_ _ - _ _ - _ _ day-month-year	The date on which this information was submitted to the Commission. Input the month as abbreviated text e.g., 30-Jan-2020

D1. PSC Notification - Natural Person

One copy should be filled out for *each* natural person who is a person with significant control.

Details of the person with significant control

Date this person became a <i>PSC</i>	--- -- -- day-month-year		The date on which the natural person became PSC. Input the month as abbreviate text e.g., 30-Jan-2020
Title			
First Name			This should be the <i>current</i> legal name of the PSC.
Surname			The family names of the PSC.
Other Name(s)			The given names of the PSC used to distinguish the individual within the family.
Former name(s)			Applicable if there is change of name.
Designation			Applicable to SOEs
City			
State			
Nationality			
Country of residence			
Identification type			Means of identification e.g. international passport, National ID card
Identification number			
Gender			
Email			
Phone number			
Address - service	Building name/number		The service address of the PSC

	Street		
	City		
	State		
	Country		
Address – Residential	Building name/number		The residential address of the PSC (not for publication) Individual’s residential address. This address cannot be a P O Box number.
	Street		
	City		
	State		
	Country		
Tax residency			A jurisdiction or jurisdictions in which the PSC is resident for tax purposes.
Tax Identification Number (TIN)			Individual TIN, if applicable
Date of Birth	-- - - - - day-month-year		Input the month as abbreviated text e.g., 30-Jan-2020

D2. Details of Politically Exposed Person (PEP)

Is the individual named above a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/> If the answer is yes, please select the PEP type Domestic PEP <input type="checkbox"/> Foreign PEP <input type="checkbox"/> International Organization PEP <input type="checkbox"/> Others (please specify)	Check Yes if the individual named above is a PEP
Is the individual named above being a close relative or associate of a PEP?	Yes <input type="checkbox"/> No <input type="checkbox"/>	Where the above is yes, please complete the below
	PEP type Domestic PEP <input type="checkbox"/>	

	<p>Foreign PEP <input type="checkbox"/></p> <p>International Organization PEP <input type="checkbox"/></p> <p>Others (please specify)</p> <p>Nature of relationship with the PEP</p> <p>PEP details</p> <p>First name</p> <p>Surname</p> <p>Former name.....</p> <p>Date of birth _ - _ - _ - _ - _ - _ - day-month-year</p>	<p>section.</p> <p>State the nature of connection to PEP e.g. family member, close associate, etc.</p>
Reason for PEP status	<p>Head of State/Government <input type="checkbox"/></p> <p>Senior political party official <input type="checkbox"/></p> <p>Judicial officer <input type="checkbox"/></p> <p>Government official <input type="checkbox"/></p> <p>Military official <input type="checkbox"/></p> <p>Others</p> <p>Title/Role of the office holder</p> <p>Office/Department</p>	<p>An individual is eligible for PEP in each status.</p>

D3. Details of the interest(s) held

Interests held			
Shares in a company or interest in a limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the shares or interest in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly.
	Percentage held directly		
	Percentage held indirectly		Where percentage is held indirectly, please complete the section below.
	Name of legal owner(s) of shares or interest in the Register and the percentage of the PSC's overall interest held through them.		Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided.
Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Share (%)	Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person,	

			the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
Voting rights in a company or limited liability partnership			
Does the PSC directly or indirectly hold at least 5% of the voting rights in a company or limited liability partnership?	Yes/No		If 'Yes', state the percentage held directly and indirectly. Where percentage is held indirectly, please complete the section below.
	Percentage held directly		
	Percentage held indirectly		
	Name of legal owner(s) of voting rights in the Register and the percentage of the PSC's overall interest held through them.		If the names and percentages of the legal owners are the same as the shares and interest declaration, then this section can be left blank. Where some part of the interest is held indirectly , the name of the legal owner through which this interest is held should be provided. Where the PSC holds the interest through a <i>combination</i> of legal owners in the Register, all relevant legal owners should be listed. Where the legal owner is a natural person, the name should be as it appears on the Register. Where the legal owner is an entity, the entity number and jurisdiction should also be provided.
	Name(s), jurisdiction(s), and entity number(s) of legal owner(s)	Voting rights (%)	
The right to appoint or remove a majority of the directors or partners			
Does the PSC directly or indirectly hold the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership?	Yes/No		
Significant influence or control over a company or limited liability partnership			
Does the PSC otherwise have the right to exercise or is actually exercising significant influence or control over a company or limited liability	Yes/No		

partnership?		
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D4. Guidance

The forms above contain some inline guidance

Term	Definition
Person with significant control	<p>“person with significant control PSC” means any person who meets any of the following conditions in relation to the company or limited liability partnership:</p> <ul style="list-style-type: none"> ● directly or indirectly holding at least 5% of the shares or interest in a company or limited liability partnership; ● directly or indirectly holding at least 5% of the voting rights in a company or limited liability partnership; ● directly or indirectly holding the right to appoint or remove a majority of the directors or partners in a company or limited liability partnership; ● otherwise having the right to exercise or actually exercising significant influence or control over a company or limited liability partnership; or ● having the right to exercise, or actually exercising significant influence or control over the activities of a trust or firm whether or not it is a legal entity, but would itself satisfy any of the first four conditions if it were an individual.” ● For the purpose of clarifying the definition of "persons of significant control" in the Act, the "person" referred to in that definition shall be a natural person.

Instructions

Complete all relevant sections. If any information to be included on the form, such as a person’s name, is not originally in the Latin alphabet, please use a recognised transliteration into the Latin alphabet.

PSC must be disclosed when:

1. a new company/limited liability partnership is formed;
2. filing annual returns;
3. a person becomes PSC;
- 4 filing of annual report by foreign exempted company/limited liability partnership;
5. notification is made by a foreign exempted company/limited liability partnership.

What is this form?

To enhance transparency in doing business in Nigeria and adhere to Nigeria’s International obligations under the Financial Action Task Force (FATF), the Companies and Allied Matters Act (CAMA) 2020, requires the Commission to obtain, verify, and record information about persons with significant control in companies and limited liability partnership, as defined under the Act.

Under the regulation, every company and limited liability partnership must complete Form CAC-PSC 01 to notify the Commission of its PSC.

This form collects information on the natural persons who are PSC and their interest in the company or limited liability partnership.

Who must complete this form?

Every entity that needs to disclose one or more PSC must fill out this form.

Second Schedule

FEEES

Item

Notice of ceasing to be a Person with significant control
Status Report /certified extract

₦5,000

₦5,000

OTUNBA RICHARD ADENIYI ADEBAYO, CON
Honourable Minister of Industry, Trade and Investment



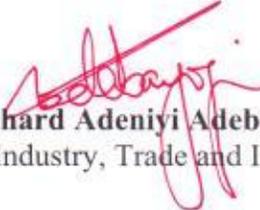
CORPORATE AFFAIRS COMMISSION
Federal Ministry of Industry, Trade and Investment

PERSONS WITH SIGNIFICANT CONTROL REGULATIONS 2022

[Commencement:]

In the exercise of the powers conferred on me by Section 867 of the Companies and Allied Matters Act of 2020, and of all other powers enabling me in that behalf and upon the recommendation of the Commission, **I, Otunba Richard Adeniyi Adebayo (CON), Minister of Industry, Trade and Investment** hereby approve this Persons with Significant Control Regulations 2022.

Made at Abuja this 23rd day of November, 2022


Otunba Richard Adeniyi Adebayo, CON
Minister of Industry, Trade and Investment