

## Retention Schedule 1. CA 06 Records

Record description	Regulatory retention period and source	Recommended retention period	Form in which to be kept	Reasons and remarks
<b>Statutory Registers</b>				
1 Register of directors.	Life of company. [CA 06, s.162, s.1135 and s.1136]	Life of company.	In any form (including electronic).	Info also filed at Companies House. Entries in respect of former directors should not be deleted.
2 Register of directors' residential addresses.	Life of company. [CA 06, s.165, s. 1135 and s.1136]	Life of company.	In any form (including electronic).	Info also filed at Companies House. Entries in respect of former directors should not be deleted.
3 Register of secretaries.	Life of company. [CA 06, s.275, s.1135 and s.1136]	Life of company.	In any form (including electronic).	Info also filed at Companies House. Entries in respect of former secretaries should not be deleted.
4 Register of charges.	Life of company. [CA 06, s.876, s.1135 and s.1136 ;Scotland, s.891]	Life of company.	In any form (including electronic).	Details of most charges also registered at Companies House. Entries in register cannot be deleted.
5 Copies of charge instruments or copy of one debenture of a series required to be made available for inspection.	Life of company. [CA 06, s.859Q; Scotland, s.890]	Life of company.	Copies, not originals, are required to be made available for inspection.	Originals will need to be kept for other purposes if the company has them.

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6	Register of members.	10 years after membership ceased [CA 06, s.114, s.121 and s.1135 and s.1136]	Life of company	In any form (including electronic).	s. 121 The period for which the entry of a past member must be kept on the register is 10 years.
7	Register of debentures or loan stock holders.	There is no requirement to keep a register of debenture holders [CA 06, s.743, s.1135 and s.1136]		In any form (including electronic).	If a register is kept it must be available for inspection
8	Register of directors' declarations of interest in transactions.	[CA 06, s.1135 and s.1136]		In any form (including electronic).	If such a register is kept, it should be kept for at least as long as the board minutes.
9	Register of sealed documents.	[CA 06, s.1135 and s.1136]		In any form (including electronic).	If such a register is kept, it should be kept for at least as long as the board minutes.
10	Register of People with Significant Control	[CA 06, s.790M and s.1136]	For the duration that the PSC is valid.	In any form (including electronic)	
<b>Other CA 06 Records</b>					
11	Certificate of Incorporation.		Life of company.	Original required.	Evidence / Implied by CA 06, s.15.

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12 Certificate to commence business (plc only).		Life of company.	Original required.	Evidence / Implied by CA 06, s.761.
13 Certificate of change of company name.		Life of company.	Original required.	Evidence / Implied by CA 06, s.80.
14 Memorandum of association of a company incorporated under CA 2006.		A copy should be kept for practical business reasons for the life of company.	Usually kept in original form but need not be.	Evidence – although an original signed copy will have been filed at Companies House on incorporation, other signed copies may also have been produced and still be in the company's possession.
15 Memorandum of association of a company incorporated under CA 1985 or a previous act: <ul style="list-style-type: none"> <li>Signed copies of the original version</li> </ul> <ul style="list-style-type: none"> <li>Current version</li> </ul>		Usually for life of company.  A copy must be kept for practical business reasons	Usually kept in original form but need not be.  Copies may be kept in any form.	Evidence – although the original signed copy will have been filed at Companies House on incorporation, other signed copies may also have been produced and still be in the company's possession.  Any remaining memorandum provisions

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<ul style="list-style-type: none"> <li>Former versions.</li> </ul>		<p>and may be required to enable compliance with CA 06, s.32.</p> <p>Usually for life company.</p>	<p>May be kept in any form.</p>	<p>are deemed to form part of the company's articles (CA 06, s.28). To enable compliance – a copy of the current version should also have been filed at Companies House.</p> <p>Evidence – a copy of any amended version should have been filed at Companies House.</p>
<p>16 Articles of association:</p> <ul style="list-style-type: none"> <li>Signed copies of the original version</li> <li>Current version</li> </ul>		<p>Usually for life of company.</p> <p>A copy must be kept for practical business reasons and will be required to enable compliance with CA 06, s.32.</p>	<p>Usually kept in original form but need not be.</p> <p>Copies may be kept in any form.</p>	<p>Evidence – although an original signed copy will have been filed at Companies House on incorporation, other signed copies may also have been produced and still be in the company's possession.</p> <p>CA 06, s.32 requires a company to provide a member with a copy of its articles on request. To enable compliance a copy of the current version should also have been filed at</p>

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<ul style="list-style-type: none"> <li>Former versions</li> <li>Copy signed for the purposes of identification at the general meeting at which they were adopted.</li> </ul>		<p>Usually for life of company.</p> <p>For as long as the minutes are kept.</p>	<p>May be kept in any form.</p> <p>Original.</p>	<p>Companies House.</p> <p>Evidence – a copy of any amended version will have been filed at Companies House.</p> <p>Evidence.</p>
<p>17 Copies of resolutions filed at Companies House.</p>	<p>For the time being in force. [CA 06, s.32]</p>	<p>For the time being in force.</p>	<p>May be kept in any form.</p>	<p>Resolutions for the time being in force must also be embodied in the company's articles (CA 06, s.36). Members may request a copy of the articles or a copy of any such resolution for the time being in force (CA 06, s.32).</p>
<p>18 Statement of capital filed with registrar under CA 06, s.10 or s.555.</p>	<p>Until superseded. [CA 06, s.32]</p>		<p>In any form. CA 06 only requires copies to be kept for these purposes.</p>	<p>From 1 October 2009, members of a company with a share capital may request a copy of the current statement of capital under CA 06, s.32.</p>

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<p>19 Other constitutional documents which may need to be supplied to members under CA 06, s.32, including:</p> <ul style="list-style-type: none"> <li>• A copy of any document required to be sent to the registrar under CA 06, s.34 where a company's constitution is altered by enactment of court order;</li> <li>• A copy of a court order under s.899 sanctioning any compromise or arrangement or CA 06, s.900 facilitating a reconstruction or amalgamation;</li> <li>• A copy of a court order under CA 06, s.996 (unfair prejudice) that alters the company's constitution</li> <li>• A copy of the current and any past certificates of incorporation; and</li> </ul>	<p>Life of company. [CA 06, s.32]</p>		<p>CA 06 Only requires copies to be kept for these purposes.</p>	<p>Section 32 came into force on 1 October 2009.</p>
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<ul style="list-style-type: none"> <li>In the case of a company limited by guarantee, a copy of the statement of guarantee.</li> </ul>				
20 Shareholder agreements.		Life of company.		Could be required for evidential reasons for up to twelve years after termination of the agreement.
21 Directors' service contracts.	Copy of contract or memorandum of terms must be kept for at least one year from the date of termination of expiry and be made available for inspection during that time. [CA 06, s.228]	Six years after termination or expiry.	CA 06 only requires a copy to be kept.	Limitation / Tax. Current contracts of over twelve months' duration must be made available for inspection under CA 06, s.228.
22 Director's qualifying indemnity provision.	One year from the date of expiry or termination of the agreement. [CA 06, s.237]	Six years after termination or expiry.	CA 06 only requires a copy to be kept.	Provision must be made available for inspection.
23 Contract for purchase of own shares (or memorandum of terms).	Ten years from date of purchase. [CA 06, s.702/CA 85, s.169]	Ten years from date of purchase.	CA 06 only requires a copy or, if the contract is not in writing, a memorandum of its terms to be kept.	Statutory.

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<b>Statutory Returns</b>					
24	Form SH03: purchase of own shares (Form 169 – CA 85).		Copies should be kept for at least six years.	Original must be filed at Companies House, so copy in any form will suffice.	Provides evidence of payment of stamp duty.
25	Form SH01: Returns of allotments.		Until entry on Companies House file has been confirmed.	Original must be filed at Companies House, so a copy in any form will suffice.	May be longer if the return is the only prime record of allotment.
26	Forms AP01, AP03, TM01, TM02 (Directors and Secretaries).		If a paper form is used it is to be kept until entry on Companies House file has been confirmed.	If a paper form is used the original must be filed at Companies House, so a copy in any form will suffice.	Details from these forms should be entered in the register of directors and secretaries. If a paper form is used a copy of the form can be entered in a loose-leaf folder which could constitute the register required to be kept under s.162.
27	Copies of other statutory returns filed at Companies House.		If a paper form is used, copies should be kept for at least until entry on Companies House file has been confirmed.	If a paper form is used the original must be filed at Companies House, so a copy in any form will suffice.	In practice, it is useful to keep copies of all forms and returns filed at Companies House.
<b>Corporate Documents</b>					
28	Company register.		Indefinite.		CA 06.

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29 Copy of powers of attorney and court orders.	Various periods and legislation sources depending upon content.	Indefinite.	Paper (if available) or scanned pdf	CA 06.
30 Copy of instruments creating a charge.	Various periods and legislation sources depending upon content.	Indefinite.	Paper (if available) or scanned pdf	CA 06.
31 Proceedings of enquiries of major long term interest.	Various periods and legislation sources depending upon content.	Indefinite.	Paper (if available) or scanned pdf	Commercial.
32 Prospectus working papers.	Various periods and legislation sources depending upon content.	Indefinite.	Paper (if available) or scanned pdf	Commercial.

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