



# GUIDANCE NOTE 7

## Certificate of Good Standing

Updated March 2024!

### What is a Certificate of Good Standing ("CoGS")?

A CoGS is a certificate issued upon request in relation to a company that is compliant with all of the filing requirements stipulated in the Companies Act 2014 (the "CA"). It will only be issued to those companies that are fully up to date with all of their statutory filings.

### Who can request one?

Anyone seeking confirmation or requiring proof that a company is active and compliant with its statutory filing obligations under the CA, may request a CoGS by completing the attached form **CoGS 1**.

A CoGS contains the following information (as per our records on the date of issue):

- Name and incorporation number of the company;
- Names and addresses of the current officers;
- Registered office address;
- Share capital of the company;
- Charges against the company registered at CHG;
- Confirm that a company is not in the process of being dissolved, liquidated or struck off.

Furthermore, an officer of a company may request a CoGS with shareholders' information by completing the List of Members form that is attached to form **CoGS 1**. This certificate will contain all the aforementioned details and those of the shareholders of the company as confirmed in the List of Members submitted.

### How can I request a CoGS?

The duly completed forms may be delivered to Companies House Gibraltar, or may sent by email to [goodstanding@companieshouse.gi](mailto:goodstanding@companieshouse.gi)

### What is the fee for processing a request for a CoGS?

A statutory fee of £60.00 sterling is payable per Certificate of Good Standing. There is an additional fee of £60.00 sterling for urgent requests of a CoGS (£120.00 total).

The Registry must receive these requests by no later than 9.30am. The CoGS will be issued by 3pm on the same day, unless an urgent two hour fee of £500.00 is paid.

## **Payment Method**

Please see Guidance Note 36 for Companies House Gibraltar's preferred payment methods.

## **How long will it take to process a request for a CoGS?**

Standard requests can take up to 3 working days to process. As detailed above CoGS can be issued on the same day, if an urgent request is received by 9:30am. If an urgent request is received after 9:30am, the CoGS will be issued the following day.

## **Can I request a CoGS for any company registered in Gibraltar?**

Yes, however CoGS are not issued for companies registered under Part XII or Part XIV of the Companies Act 2014. Additionally, it should be noted that CHG will not issue long form CoGS with shareholders' information for Public Limited Companies.

## **What are some of the most common reasons for a company not being in good standing?**

- Annual Returns and/or Accounts not filed up-to-date;
- Missing appointments, resignations or other changes in the particulars of the officers of the company;
- Missing allotment(s) of shares;
- Missing transfer(s) of shares;
- Incorrect information shown in any of the returns on file.

## **Will CHG issue a refund of the fee if I request a CoGS for a company that is not in good standing?**

CHG's stance on this is that the fee for requesting a CoGS is non-refundable. Only in exceptional circumstances will such a request be considered and, even then, a refund will only be issued at the discretion of CHG. This has been the position adopted by CHG as an audit of the file and work required to ascertain if the Company is in good standing will already have been performed. This said, CHG will allow a period of 14 days from the date of payment for the request within which any errors or omissions may be addressed and corrected. In such cases CHG will issue a CoGS without further payment being required for a new request.

## **Important Notice**

In order for the Registrar to issue a CoGS the company is required to be up to date with the filing of all its Annual Returns and Accounts. We would therefore expect that a company for which a CoGS is sought is up to date with all its annual filing obligations. The accuracy of the details contained on a CoGS depends on the accuracy of the Registrar's records. This will reflect the information filed for the company to which the CoGS relates.

## **Registry Contact Details**

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