



Llywodraeth Cymru
Welsh Government

Form for notification of restructures, changes to rules or articles

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About this form

1. This form is to be used by Registered Social Landlords (RSLs) in Wales to submit to the Welsh Ministers the information required to satisfy the 'Direction for Registered Social Landlords undergoing a restructure, including changing group structure, or amending governing documents'.
2. Where a restructure involves more than one RSL (e.g. two RSLs amalgamating), a lead RSL may submit one form containing all of the information and relevant documents on behalf of all of the bodies involved, so long as an appropriate authorisation is in place allowing the lead RSL to do so. Queries relating to that submission will be directed to the lead RSL but the other RSL(s) may be contacted if the Regulator feels it is necessary.
3. All applicable sections should be completed. Where a number of changes are being undertaken concurrently as part of one overall larger change (e.g. a conversion from a company to a registered society and becoming a subsidiary of another body; or a conversion from a company to a registered society then a transfer of engagements), all necessary sections should be completed.
4. In addition to this is the requirement for any plans to create a subsidiary, special purpose vehicle or enter into a joint venture with another organisation to be advised to the Regulator. Although these are not covered in this notifications return, the Regulators must be informed any such plans as routine co-regulation.
5. Any enquiries should be directed to your Regulation Manager at the Welsh Government or by email housingregulation@gov.wales.
6. Submissions should be electronic. The signed and completed form should be scanned as a PDF and submitted by email to housingregulation@gov.wales

If this is not possible please call your Regulation Manager to make alternative arrangements.

Part 1: Declaration and consent

Name of RSL(s) submitting the notification

.....

On behalf of the above-named RSL or RSLs, I submit the attached notification information in accordance with the requirements made by the Welsh Ministers under Schedule 1 of the 1996 Housing Act as amended by The Regulation of Social Landlords (Wales) Act 2018.

- i) I certify that to the best of my knowledge and belief, the information given in this form is correct and has been seen and approved by the governing body of the notifying RSL or RSLs
- ii) I confirm that I understand that any information regarding this notification held by the Welsh Ministers, including any information provided in this application form and supporting documents, or which is provided to the Welsh Ministers on this matter, may be disclosed by the Welsh Ministers where this is in keeping with its obligations as a public authority under the Freedom of Information Act 2000 and/or the Environmental Information Regulations 2004
- iii) I confirm the notifying RSL's agreement to receive electronic communications from the Welsh Ministers on behalf of the above-named RSL or RSLs.

Signature

Date

Name

Position.....

This form should be signed by someone who has the authority, in accordance with the notifying RSL constitution, to sign on behalf of the notifying RSL.

Where this is done on behalf of a number of RSLs, the signatory must also have appropriate authority from any other RSL(s) on whose behalf this information is submitted.

Part 2: General information: to be completed by all

RSL details	
Name of RSL submitting the notification (and lead RSL for queries where more than one RSL is involved, if any)	
Welsh Government Registration number	
Registration number with Companies House (where applicable)	
Registration number with the Financial Conduct Authority (FCA) (where applicable)	
Registration number with the Charity Commission (where applicable)	
Contact name	
Contact's position/role	
Contact's telephone number	
Contact's email address	

Other provider(s) on whose behalf this notification is submitted: To be completed where applicable. Please add more rows if required	
Name of RSL	
Welsh Government Registration number	
Registration number with Companies House (where applicable)	
Registration number with the FCA (where applicable)	
Registration number with the Charity Commission (where applicable)	

Part 3: Information requirements by type of change

Please complete all applicable sections below.

Section A: Restructures by way of conversions

Please ensure all of the relevant boxes below are completed and/or ticked.

A1	Conversion of a company into a registered society (pursuant to section 115 of the Co-operative and Community Benefit Societies Act (CCBSA) 2014) Please tick the box if this applies	<input type="checkbox"/>
A2	Conversion of a registered society into a company (section 112 CCBSA) Please tick the box if this applies	<input type="checkbox"/>
A3	A copy of the resolution required under the CCBSA as passed by the RSL is attached Please tick the box to confirm this	<input type="checkbox"/>
A4	Confirmation that this resolution has not yet been registered with the FCA or Companies House (as applicable) Please tick the box to confirm this	<input type="checkbox"/>
A5	Proposed name for new body	
A6	Timescale for completion (i.e. the date on which it is planned that the statutory processes will be effective)	

Timing for this notification: within 10 working days of a resolution being passed to effect the conversion. The next working day after the resolution has been passed counts as Day 1. The Regulator must be notified of this before the other registrar (i.e. Companies House or the FCA) may register the resolution. The other registrar may register the resolution only if the provider has confirmed that the Regulator has been notified.

Section B: Change(s) to articles or rules

Please ensure all of the relevant boxes below are completed and/or ticked.

B1	Evidence that changes have been filed with Companies House or FCA (as appropriate) Please tick the box to confirm this	<input type="checkbox"/>
B2	Change(s) to articles or rules causing the RSL to become a subsidiary of another body. Please tick the box if this applies Please add details of the new parent below:	<input type="checkbox"/>
	a) parent's name	
	b) parent's registration number in the register of social housing where applicable	
	c) parent's registration number with Companies House where applicable	
	d) parent's registration number with the Charity Commission where applicable	
	e) parent's registration number with the FCA where applicable	
B3	Change(s) to articles or rules causing the RSL to cease to be a subsidiary of another body Please tick the box if this applies	<input type="checkbox"/>
B4	Change(s) to articles or rules that enable the RSL to become, or cease to be, a subsidiary of another body, including at some stage in the future Please tick the box if this applies Provide more details below and explain the changes, e.g. state how the changes will enable the RSL to become, or cease to be a subsidiary of another body and in what circumstances;	<input type="checkbox"/>
	Answer:	
B5	Change(s) to articles or rules which affect charitable status, i.e. which make the body charitable Please tick the box if this applies	<input type="checkbox"/>
B6	For companies that have ticked B5, provide evidence that the articles have been registered with the Charity Commission Please tick the box to confirm this	<input type="checkbox"/>

B7	Change(s) to articles or rules which intend to change designation on the register: Please provide details below of the amendments and why you believe they impact on the designation on the register (you may attach the relevant clauses or the whole of your governing document for ease) Please tick the box if this applies	<input type="checkbox"/>
	Answer:	

Timing for this notification: within 10 working days of the resolution being effective. The next working day after the resolution becomes effective counts as Day 1.

Section C: Amalgamation

Please ensure all of the relevant boxes below are completed and/or ticked.

C1	Amalgamation of registered societies (section 109 CCBSA)				<input type="checkbox"/>
	Please tick the box if this applies				
C2	Amalgamation of societies into a company (section 112 CCBSA)				<input type="checkbox"/>
	Please tick the box if this applies				
C3	A copy of the resolution required under the CCBSA as passed by the RSL is attached				<input type="checkbox"/>
	Please tick the box to confirm this				
C4	Confirmation that the resolution(s) has/have not yet been registered with the FCA				<input type="checkbox"/>
	Please tick the box to confirm this				
C5	Proposed name for new body				
C6	Timescale for completion (i.e. the date on which it is planned that the statutory processes will be effective)				
C7	Details of other entities involved in the amalgamation				
	Please add more rows if required				
	Registration numbers (where applicable)				
	Name	Reg. no. on register of social housing	Reg. no. with Companies House	Reg. no. with the Charity Commission	Reg. no. with the FCA

Timing for this information: within 10 working days of a resolution being passed by the governing body to effect the restructure. The next working day after the resolution has been passed counts as Day 1. The Regulator must be notified of this before the FCA may register the resolution. The FCA may register the resolution only if the RSL has confirmed that the Regulator has been notified.

Section D: Transfer of engagements

Please ensure all of the relevant boxes below are completed and/or ticked.

D1	Transfer of engagements between registered societies (section 110 CCBSA) Please tick the box if this applies					<input type="checkbox"/>
D2	Transfers of a society's engagements into a company (section 112 CCBSA) Please tick the box if this applies					<input type="checkbox"/>
D3	A copy of the resolution required under the CCBSA as passed by the RSL is attached Please tick the box to confirm this					<input type="checkbox"/>
D4	Confirmation that the resolution(s) has/have not yet been registered with the FCA Please tick the box to confirm this					<input type="checkbox"/>
D5	Name of receiving body					
D6	Timescale for completion (i.e. the date on which it is planned that the statutory processes will be effective)					
D7	Details of other entities involved in the transfer of engagements (including receiving body outlined above) Please add more rows if required					
		Registration numbers (where applicable)				
	Name	Reg. no. on register of social housing	Reg. no. with Companies House	Reg. no. with the Charity Commission	Reg. no. with the FCA	

Timing for this information: within 10 working days of a resolution being passed by the governing body to effect the restructure.

The next working day after the resolution has been passed counts as Day 1. The Regulator must be notified of this before the FCA may register the resolution. The FCA may register the resolution only if the RSL has confirmed that the Regulator has been notified.

The completed sections of this form should be submitted to the regulation team by email Welsh Ministers at housingregulation@gov.wales

If this is not possible please contact your Regulation Manager.

