

Bringing you the latest
corporate registry news
from around the world.

Welcome from the President



Hello all and welcome to our October edition.

I'm excited that our 17th CRF annual conference will be held in Kampala, Uganda in August or September 2020 (watch this space for updates).

In this edition, we profile our host, the Uganda Registration Services Bureau.

This edition also includes content from member jurisdictions, including about digital transformation and electronic company registration.

In other news, the World Bank recently released its 'Doing Business Report 2020'. It is encouraging to see many of our member jurisdictions improving their rankings, with some amongst the top performers.

A copy of the full report can be found at www.doingbusiness.org.

Enjoy reading this and remember to send us ideas for future editions.

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CRF 2020 Annual Conference Host Profile: Uganda



Mr. Bemanya Twebaze
Registrar General,
Uganda Registration Services Bureau.

THE CORPORATE REGISTERS FORUM 2020

Uganda is a great choice to host the 2020 edition of the Corporate Registers Forum having hosted other similar high level events. The country this past September successfully hosted the 64th edition of the Commonwealth Parliamentary Conference that saw over 2,000 delegates from 50 nations converge in Kampala.

The Uganda Registration Services Bureau (URSB) as the mandated host Agency has kicked off preparations and is delightfully honored with

the opportunity to welcome, engage, deliberate, network and give the Registrars a memorable and unforgettable experience.

Uganda; the Pearl of Africa

Popularly known as the "Pearl of Africa", Uganda sits at the heart of East Africa, offering a central connection to the rest of sub-Saharan Africa.

The country is blessed with a rich wildlife, including the famous mountain gorillas at the Mgahinga sector, hundreds of protected wild animals and a range of beautiful and rare birds. Gorilla trekking and Bird watching are some of the most exciting tourism features in Uganda.

This wildlife is scattered across ten (10) National Parks, five (5) great lakes including vast deep water volcanic lakes like Bunyonyi, snow-capped mountains and is also home to the source of the River Nile.

The parks also boast of a rich

flora, with both medicinal and other beautiful plants. There are many other picturesque landmarks such as waterfalls like the Murchison and Sipi falls.

Uganda has a warm tropical climate, with temperatures ranging from 20-29°C (68-84°F), save for the mountainous areas, which are much cooler. Uganda's landscape encompasses the snow-capped Rwenzori Mountains and the immense Lake Victoria, the largest inland water body in the world. The country is also the source of the great River Nile, that straddles from Uganda up to Egypt and pours into the Mediterranean Ocean.

Uganda has enjoyed a peaceful and secure environment for years, with an excellent investment climate, hospitable people, with a rich culture and tourism growing at a fast rate and now a critical foreign exchange earner.

The host; Uganda Registration Services Bureau (URSB)



URSB is the Government agency that was established by an Act of Parliament whose mandate spans over Business Registration (Companies, Business names, Legal documents and related registrations), matters of insolvency, Civil registrations (marriages), Intellectual Property rights registration (IPR-copyrights, trademarks, etc)

The agency maintains its headquarters at Kampala, with regional offices in the four major regions of the country; Arua in West Nile, Mbale in the East, Gulu in the North and Mbarara in the West; and branch offices in the central district of Kampala at the main post office, down town Kampala (Nakivubo Mews) and is also stationed at Uganda Investment Authority (UIA) Head Quarters to offer on-spot service to potential investors. To learn more about URSB, kindly visit www.ursb.go.ug.

The hosts' impeccable record; URSB reform journey

Before gaining autonomy, URSB was a department in the Ministry of Justice and Constitutional affairs, and known as the office of the Registrar General.

Upon the grant of semi-autonomous status, URSB embarked on a reform process in 2011.

A lot of achievements have been registered including:

- digitalization of records, embracing e-governance with the deployment of the Online filing System for filing annual company returns and marriage returns,
- Horizontal and Vertical Systems Integration both internal and external, and
- the ground breaking online registration of Security Interest in Movable Property Registry System (SIMPO).

URSB has capitalized on partnerships, especially with primary licensing bodies to enhance access to services, hence ease of doing business.

The agency is also responsible for hosting the e-licensing portal, currently at informational level and we are working towards making it transactional.

URSB has strategically placed emphasis on use of ICT and this has paid off with turn-around time reduced from days to just hours. The vision is to go "All

digital, All Online" by 2020.

URSB has received a number of awards both at national and international levels, including:

- the award for the best agency of Government in 2017;
- the inaugural National Information Technology Agency (NITA-U) best e-service award for excellence in the agency category in May 2019, and
- the Client Service Agency and Excellency Award from the Justice, Law and Order Sector (JLOS).

URSB also boasts of the best self-motivated and dynamic human resource.

We look forward to successfully hosting the Corporate Registers Forum Conference 2020 and gladly welcome all delegates to the Pearl of Africa.



Companies Registration Office Ireland: A Digital Transformation Journey



Maureen O'Sullivan
Registrar

The Companies Registration Office (CRO) is the statutory authority for registering new companies and business names in the Republic of Ireland.

With offices in Dublin and Carlow, the CRO also receives and registers post incorporation documents and provides an information service via a public office and electronically.

Registrar Maureen O'Sullivan leads a team of over 120 and is also Registrar of the Central Register of Beneficial Ownership and the Registrar of Friendly Societies in Ireland who share office space with the CRO.

The CRO is currently going through a period of technical change, indeed as long as technology develops and customer needs and government policies change, the CRO will be on a digital journey of some kind to evolve and adapt.

Evolution of electronic filing in the CRO

For the last number of years, the CRO has used an Oracle based system to manage and maintain the Register.

While this has been a very successful system allowing the

CRO to be ahead of the curve in many areas, it is time for a change to make even more improvements.

Changes to legislation and streamlining of processes in recent years have helped to pave the way for these technological changes.

Electronic filing has been very successful for the CRO.

By having many of the most commonly filed forms almost wholly electronic, there have been a number of benefits.

Meet the digital team



Claudine Forrest
Assistant Registrar, Digital
Programmes



Des Kennedy
IT Manager

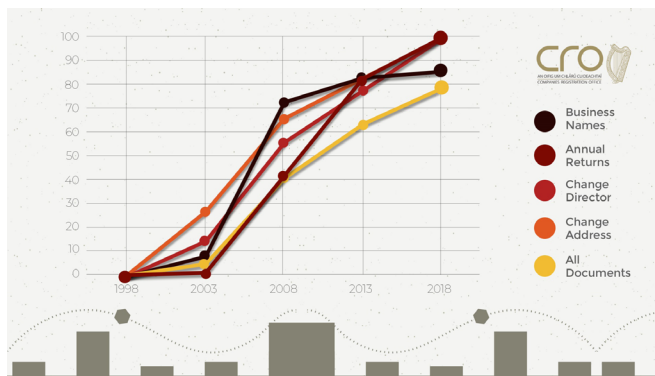


Carol Toolan
Digital Development Manager

As well as cost savings, electronic filing also reduces the necessity for scanning documents, allowing staff of the office to concentrate on processing.

As a result, the office remains within processing targets, despite record numbers of returns being submitted annually.

The graph below demonstrates, the journey in the last twenty years, going from all manual forms to common forms now 100% electronic filing. The below graph tells in a few figures the effectiveness of the early digital journey in the CRO.



Current transformation project

In January 2018, the Digital Transformation Team began work on a major project to replace the IT systems used to manage the Register.

In addition to a system that will be easier to manage and update into the future, the digital transformation project has afforded the CRO an opportunity to carry out business process reviews, explore stakeholder requirements and increase digital capability.

The Digital Development Unit in the CRO have rolled out a Digital Communication Strategy in tandem with the new system development, bringing information on the work of the CRO to new audiences on social media.

Register of Friendly Societies

The first two phases of digital transformation have been implemented with the development of the Register of Friendly Societies (RFS) and the Register of Beneficial Ownership (RBO).

Pre-project, the RFS had no online presence, customers were unable to interact electronically with the Office for submission of application forms or electronic payments and the back-office processing had very limited technical functionality.

On completion of the Project the RFS have moved from a heavily paper based office to a fully electronic system with:

- An electronically managed Register,
- Increased efficiency in document processing and provision,
- Electronic filing,
- Electronic ordering of documents, and
- Electronic payments.

This phase of the Project meets our commitment to address growing consumer demand for Government Departments to provide digital services to customers.

It is now possible to file 80% of all RFS forms online, the remaining 20% are forms that are infrequently used.

When the system is fully embedded, we expect compliance rates for annual return filings to increase, particularly when electronic filing is mandated following legislative change.

Register of Beneficial Ownership

The next phase of the project was the establishment of the Central Register of Beneficial Ownership of Companies and Industrial and Provident Societies (RBO).

The RBO opened for filing on 29th July 2019.

Relevant entities have until 22nd November 2019 to file information while newly incorporated entities must file within 5 months of incorporation.

A dedicated portal was developed so that filing RBO details is by electronic means only.

Filing is free with a small charge of €2.50 applied for purchasing of RBO Profile Reports.

Unrestricted access to the Register will be provided to certain members of:

- An Garda Síochána

- FIU Ireland
- Revenue Commissioners
- Criminal Assets Bureau
- Competent authorities engaged in the prevention, detection or investigation of possible money laundering or terrorist financing
- An inspector appointed under section 764(1) of the Companies Act 2014

Presenters can file on behalf of an entity using the portal using the PPS number (A Personal Public Service (PPS) number is a unique reference number that helps individuals access social welfare benefits, public services and information in Ireland) of each beneficial owner to whom such number has been assigned.

An alternative for those who don't have a PPSN such as individuals residing outside of Ireland is Form BEN2 which is also accessed through the portal.

Companies and Business Names

The launch of the RFS and RBO Portals have set the foundations for the largest portion of the Digital Transformation Project dealing with Companies and Business names.

The Project Team have looked at all possibilities to reduce the burden for companies in doing business with the CRO and reducing the manual elements to processing and where these are not immediately possible the systems are being designed to be scalable to

accommodate future changes.

One of the biggest burdens relieved as a result of this project will be the delivery of signature pages. Presenters will be able to upload signature pages instead of posting them to the office as at present.

CRO are also hoping to increase the number of documents that are 'auto-registered' by incorporating a feature to recognise signatures.

While digital transformation is enabled by technology, the nature and extent of its success is about looking at the bigger picture.

It is about the CRO evolving to meet operational and processing goals and will impact the way people work at all levels.

In preparation for this, the Project Team have worked closely with the Registrar to develop positive culture change programs in tandem with the technical transformation. This has helped to gain the trust of the end users and will ultimately assist with acceptance of the system internally.

While technology is the tool the teams and users are the 'enablers' and their engagement at workshops and testing phases has been invaluable.

Providing high quality services with maximum efficiency is at the

centre of the vision and ensuring that everyone is on board.

The vision for the CRO once the project is embedded is:

- place a greater emphasis on enforcement and opportunities to improve the integrity of the CRO data;
- increase data mining and data sharing possibilities;
- and, to enable innovation iThis will be achieved through the digital journey described here and complemented by updates to legislation governing the various entities for which we are responsible.



These legislative changes will allow us to maximise the potential offered by the IT developments through for example providing the power to make electronic filing mandatory for Business Names and entities registered by the RFS.

If you would like to learn more about the CRO and this project please contact Project Manager, Carol Toolan carol.toolan@dbei.gov.ie

One-click registration: State registration has never been easier in Azerbaijan



Alakbar Mammadov
Head of State Registration Main Department
Ministry of Taxes of the Republic of Azerbaijan

The vast majority of registered LLC enjoy the e-registration services, as a rule.

The analysis shows, that one of the reasons for this is the simplification of e-registration of LLC with local investments by 2019.

Users of this service are growing rapidly owing to the opportunity of e-registration without e-signature.

For instance, in the first 9 months of 2019, e-registration of LLC with local investments was 88 per cent in comparison with 2018 which was 80.7 per cent.

Obviously, pursuant to amendments to the Law on State Registration and State Register of Legal Entities, since the beginning of this year, the state registration of LLC,

VAT registration and opening of a bank account have been completed via the single procedure.

All procedures regarding the registration that were previously in place have been abolished including the necessity of validation of e-application with electronic signature.

Those who wish to benefit from new service must login to "Internet Tax Office" without e-signature and register online via PIN code (Individual Identification Number) of their ID card.

Data from registration application is entered in the system online and the process of Tax Identification Number submission concludes with documents being validated by means of single procedure.

Moreover, through this procedure employment contract statement notification data is automatically sent to the information system of the Ministry of Labour and Social Protection of Population.

The mentioned procedure also entails taxpayers' registration for VAT purposes and certificate-duplicate issuance for the bank account opening. In other words, with the completion of one procedure, four more different processes are accomplished.

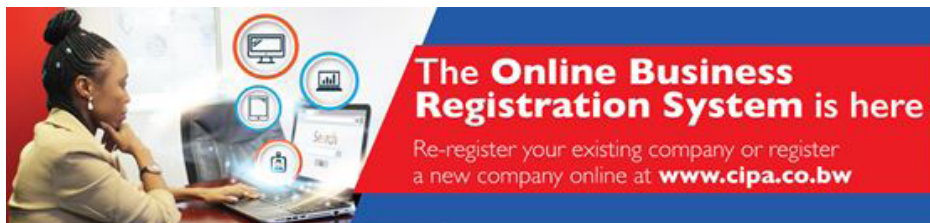
Pursuant to the new system, paper-based registration documents are no longer required since they are sent online to the taxpayer's electronic account only.

In this respect, the e-registration documents with a unique encrypted barcode enable the official verification by all state authorities, banks, notaries and other entities.

New significant reforms in this sphere are part of concerted efforts to improve the domestic business climate and also continuation of recent changes to the tax legislation for supporting entrepreneurship, and international recognition.

Thus, owing to these achievements, number of procedures for registration of LLC has decreased from 3 to 1; the duration of the procedure was reduced to 20 minutes, while requirement of financial resources, as well as number of documents have even been eliminated.

Botswana's Online Business Registration System delivers ease of doing business



On 3 June 2019, the business landscape in Botswana was changed forever with the launch of the Online Business Registration System (OBRS) by the Companies and Intellectual Property Authority (CIPA).

The OBRS allows for company registration to be completed online via the CIPA website www.cipa.co.bw.

The OBRS, is part of the Ministry of Investment, Trade and Industry's doing business reforms, intended to improve access to business registration services.

The OBRS was a donation from the Government of New Zealand to the Government of Botswana.

CIPA is very thankful for the guidance and support offered by the New Zealand Companies Office for the successful delivery of the project.

We are happy to have delivered the project on time bearing testimony that it is indeed possible in Botswana to deliver projects on time.

Since the launch of the OBRS, we observed companies being

registered online by people from all corners of the country, and registrations being submitted by people as far as the United Kingdom and China.

The improved access, coupled with the investor friendly environment that the Government of Botswana is working to achieve, will eventually turn into an increase in foreign and local investment, contributing to our economy and providing much needed jobs.

CIPA has committed to and is achieving a 24-hour turn-around time for all new registrations.

When developing the OBRS, we set this target for ourselves, in line with our corporate vision, which is to be the leading Business Registration and Intellectual Property Authority contributing to making Botswana the Number 1 business destination in Africa.

The feedback from clients who have interacted with our system, as well as the general public has been nothing short of amazing.

We have received comments such as "CIPA online registration, [is] very efficient, I will give it a 10 out of 10" and "Well done CIPA,

we are [happy] with the OBRS. It is amazing."

Yet another user remarked on our Facebook page that he was pleasantly surprised when he got his certificate within four hours.

The law requires all registered companies and business names to re-register online. This process has been designed to update and re-validate the information on the registry.

The objective of this exercise is to ensure data integrity on the corporate information presented to stakeholders. Information can be searched and viewed online by users free of charge and accessible to the public 24 hours a day, 7 days a week.

Re-registration of companies costs P300, and that of business names costs P150 online.

All existing companies will have their outstanding annual returns waived upon re-registration.

We do however, wish to emphasize to our customers, that going forward, annual returns must be submitted on time, on the original month of incorporation after the re-registration period.

Since the launch of the OBRS, we have had a few issues with payments not going through, due to the level of security on our payment platform or with one-time pins not being sent.

It is a challenge we are continuing to experience, and we are in constant engagement with our payment gateway supplier to resolve the issue.

We have also noted that we have a long way to go on educating the public about the different types of entities that can be registered.

Most customers tend to opt for the popular "PTY LTD," when maybe if they had more knowledge, they would have been better suited by a Business Name, Close Company or a Company Limited by Guarantee.

We are under no illusion that the work for us at CIPA is complete. In fact, it is only beginning.

We have already embarked on intensive stakeholder awareness and outreach activities geared at educating the public about the online service.

Not everyone has an internet connection in their home or office. To mitigate this, we are training internet cafes and Kitsong centre managers, so that they are well armed with the how-to for assisting their own clients to register companies and business names on the OBRS.

This creates a good opportunity for small and medium enterprises to grow within the local communities.

It is also imperative for us to build and sustain critical relationships with all entities that use company information as part of their operations, including the Tax Authority (BURS), Licencing Authorities, Banks, Tender

Committees and Procuring Entities.

We are also on course in engaging different entities to utilise the online system for verification of information on companies and business names for various services as this will indeed reduce the cost of doing business by eliminating photocopying, printing and certifying documents which all come at a cost.

In order for us to say with confidence that we have achieved ease of doing business in the country, all these entities must be fully on board.

In conclusion, the quest for ease of doing business in Botswana is one step closer. The launch of the OBRS is a step in the right direction.

We will continue to get feedback from our valued customers and make the necessary improvements to the OBRS.

We consider ourselves a customer-centric organisation, and we will continue to innovate and leverage technology in order to improve our service offering including in the area of intellectual property.

Australia and New Zealand: Continuing collaboration to improve register integrity

The Australian Securities and Investments Commission (ASIC) have continued to strengthen the already robust relationship with New Zealand Companies Office (NZCO) through the facilitation of information exchange and mutual assistance.

ASIC and NZCO currently operate under a Memorandum of Understanding (MOU) which provides a basis for working together towards the harmonisation of the legal and regulatory framework for securities and corporate entities in Australia and New Zealand.

Recently, NZCO requested ASIC provide company information in a bulk data exchange.

Data requested includes information available to the public from the ASIC companies register in a consolidated format to allow NZCO to check the director address details of Australian directors of New Zealand companies.

This will ensure the NZ company directors are currently meeting the address requirements under the Companies Act 1993.

The current requirement is that if a NZ company does not have a director that lives in New Zealand, at least one director of the New Zealand company must be an Australian resident director of an Australian company.

Interested in hosting a CRF Technical Workshop?

The CRF executive committee welcomes applications from member jurisdictions interested in hosting a CRF technical workshop.

As a host nation, you will have the opportunity to put together an exciting, interesting and engaging programme while raising the profile of your registry.

Interested member jurisdictions, please e-mail corporateregistersforum@gmail.com

Want to contribute to our next newsletter?

Any feedback, ideas or suggestions for the next quarter's newsletter?

Please contact:

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