

CHANGING YOUR COMPANY'S NAME

Hegarty LLP was formed in 1974, and are now a major regional player in the law marketplace, serving clients both locally and across the UK. Our rapid growth is a result of offering a top quality service, backed by an innovative approach to the law. We have been first with many services and marketing initiatives, and continually drive to exceed client expectations.

If you want help regarding changing your company's name, and the legal implications of this please contact Andrew Heeler on 01733 295661 or email andrew.heeler@hegarty.co.uk.

The following information explains more about the issues you need to think about to choose your new name, as well as some information to help guide you through the process.

Before you make your choice:

- 1 You must have the word Limited at the end of your name.
- 2 You cannot use a name that has already been incorporated – you can check the register of companies at www.companieshouse.gov.uk. Even if the name is spelt differently, if it sounds the same you will not be able to use it, nor will you be able to use a name that is confusingly similar to one already in use. You may also want to check the trade marks register – if you register your company and somebody already owns the trade mark, they may sue you for trade mark infringement.
- 3 You can only use certain sensitive words if you fulfil certain statutory conditions, and have been granted permission to use the word. Some of the restrictions are straightforward, for example you cannot say you are Smith Europe Limited unless you actually trade in Europe. Others are more obscure, for example, to use the word “Windsor” you need the consent of the Lord Chancellor, even if your business is based in Windsor.
- 4 You cannot use a name that may be considered offensive.
- 5 You cannot use a name that is misleading.

How to change your company's name:

- 1 Hold a board meeting for the directors to propose and approve the new name.
- 2 The shareholder's need to approve the change of name. You will need to pass a resolution to change the name, either by holding an

extra-ordinary general meeting giving 21 clear days notice, or if all of the shareholders agree to the change of name, by passing a written resolution.

- 3 File the resolution at Companies House along with the appropriate fee (currently £10) (Cheques should be payable to "Companies House").
- 4 All documents with the company's name must be changed including:
 - 4.1 company's headed paper;
 - 4.2 bills/invoices/receipts;
 - 4.3 statutory books;
 - 4.4 share certificates;
 - 4.5 loan stock certificates;
 - 4.6 long term contracts; and
 - 4.7 conditions of sale and/or purchase.
- 5 The company's new name must be displayed outside the company's registered office and any other places of business.
- 6 You must notify certain people of the change including:
 - 6.1 business associates such as bankers, solicitors and accountants;
 - 6.2 staff;
 - 6.3 suppliers;
 - 6.4 Office of Fair Trading;
 - 6.5 Inspector of Taxes/Customs and Excise; and
 - 6.6 utility providers.

The contents of this information sheet is for information only. You should never act on the contents of the information sheet alone, and should always seek professional legal advice regarding to your particular situation before taking any action. For more information about this, or any other aspect of company law, please ring Andrew Heeler on 01733 295661 or email: andrew.heeler@hegarty.co.uk. (Last updated May 2006).