



Companies and Intellectual  
Property Commission  
a member of **the dtic** group

# STEP BY STEP GUIDE: BENEFICIAL OWNERSHIP FILING (NON - AFFECTED COMPANY WITH NO BENEFICIAL OWNERSHIP TO DECLARE) V0.0

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# Step by Step Guide: Beneficial Ownership Filing (Non-Affected Company with NO Beneficial Ownership To Declare)

## Note:

- Consult the step by step guide for Customer Registration for assistance on registering on the New e-services platform.
- **When using the new e-services platform, the only payment option is via credit or debit card. Payments will only occur when a customer transacts with CIPC. The deposit system has been phased out, and it not available for company registration.**
- No supporting documents need to be send via email to CIPC. However, each customer must familiarize themselves with the CIPC Terms and Conditions, as they agree to them when they register on the New e-services platform.
- CIPC may at any time require any documents that each company must keep record of according to the Companies Act (Act 71 of 2008).

## Purpose of Document:

The CIPC is to keep a register of beneficial ownership (BO) for companies and close corporations. The register to be kept is for the applicable companies and close corporations to submit any beneficial ownership information relating to that entity. Anyone with more than 5% beneficial ownership of a company or close corporation must submit (file) with the CIPC, the requisite information. This document is to guide filers and users on the steps for filing beneficial ownership details via the online automated process of filing, and also to provide legislative and practical guidelines (explanatory notes) on the purpose and process of filing.

**Important:** In order to file beneficial ownership information, the filer must be a registered customer of the CIPC, with a valid customer code and password.

## Guide to Capture Beneficial Ownership Details:

1. Visit the CIPC website [www.cipc.co.za](http://www.cipc.co.za) and click on **Online transacting / New E-services** or use the following direct link: <https://eservices.cipc.co.za/>
2. Complete your Customer Code, Password and Security Code.
3. Tick to accept the CIPC Terms & Conditions. Click on **Login**

You are here: CIPC eServices > Login

### Login to CIPC eServices

Customer Code

Customer Password (case sensitive)

**Et 5H4y**  
Enter security code displayed above. (case sensitive)

☐ Tick to accept the CIPC Terms & Conditions

**LOGIN** **FORGOT PASSWORD**

Before you login make sure you have a valid email address, you will not be able to transact if you don't have one. You can register for a free email address at GMail.

#### RESET PASSWORD

- To reset your password, visit the website <https://www.bizportal.gov.za>
- Click on Login on top of the page, and then on Reset Password.
- Type your ID number and click on Continue.
- An OTP will be sent to your email and cell number. Provide the OTP and reset your password.

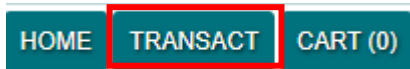
Kindly note that the same password is used to log into E-services, New E-services and BizPortal.

If you experience challenges with login in to the CIPC system or your cell phone number is incorrect, follow the following manual process:

1. Please click here or use the link <https://enquiries.cipc.co.za>
2. Click on Password reset.
3. Complete the required fields, and attach certified ID copy (not older than three months).

Foreign nationals must follow the manual password reset process above, but provide a certified passport copy instead of ID copy.

4. Click on **Transact**.



5. The below screen will reflect the services on the e-services portal. Select **Beneficial Ownership**.



6. The below screen will reflect the Beneficial Ownership Declaration Information, click on the **I Agree** and click on **Continue**.

Beneficial Ownership  
Declaration Information

Home

**Declaration**

I hereby declare that I am authorised to file the Beneficial Ownership Information on behalf of the entity. I confirm that the information furnished herein is true and accurate according to my knowledge. I am fully aware that enforcement action may be taken in terms of the Companies Act against the entity and individuals who are involved in deliberately providing false information.

By agreeing below, I confirm that the CIPC terms and conditions have been read and understood and that any false statements, reckless conduct and non-compliance with the Companies Act, 2008 may result in criminal action against me and penalties imposed.

☒ I Agree

CONTINUE

**GUIDANCE**

**Which entity statuses**  
Statuses allowed are In business, Business Rescue and AR Deregistration

**Which entity types**  
All entity types.

**Who can file**  
Any individual whom identifies as a valid and active CIPC customer

**Continue**  
In order to proceed, indicate to agree with the declaration and select option Continue

7. The below **“GRIDS”** will be displayed, either with NO information in or with filings done before.
- a) In Progress Applications
    - i. In progress applications is where the filer have not completed the BO-filings done before/prior and just closed the application
  - b) Nullified / Rejected Applications
    - i. Nullified applications is where the filing does not comply with the required regulations / Act
    - ii. Rejected applications is where Back office have rejected the application due to outstanding/incomplete or wrong information received
  - c) Draft / Pending Applications
    - i. Draft applications is where the filer have started but not complete the filing process
    - ii. Pending applications is where the filer is waiting for the OTPs to finalise the filing process.
  - d) Completed Applications
  - e) To start a new transaction, select **New**.

Beneficial Ownership  
Application Information

Home > Applications

Search Application

Reference Number ▾

In progress Applications

No applications available

Completed Applications

No applications available

BACK

NEW

GUIDANCE

**Applications**  
Track and view the progress of history and current filed applications, incl downloading their certificates

**New**  
In order to proceed filing a new application, select option New

8. All **entities linked to the customer profile** will be displayed. **Select** the entity you want to file beneficial ownership for (**Blue hand under File**), or type in the **Free Text Box** and click on **Search** for the entity to file the beneficial information on.

Associated Enterprise Listing

ENTERPRISE NO	TYPE	STATUS	COMPLIANT	FILE
2004/075299/23	CLOSE CORPORATION	AR DEREGISTRATION PROCESS		
2017/113869/08	NON PROFIT COMPANY	BUSINESS RESCUE		

Enterprise Search

GUIDANCE

**Enterprise Selection**  
Select the desired enterprise from either the associated listing or from search

**Back**  
In order to return to the previous section, select option Back

**Confirm Continue**  
In order to proceed with the selected enterprise, select option Continue

9. When you have used the **Search** option or have selected an enterprise the **Enterprise Confirmation** screen will reflect –
- Enterprise Number
  - Enterprise Name
  - Enterprise Type
  - Enterprise Status
  - Filer Contact Number
  - Filer contact Email

Enterprise Confirmation

You are about to file beneficial ownership application for an enterprise named '60000005064', which is registered with enterprise number K2020500225. Use the continue button below that this is the enterprise you would like to file the beneficiary ownership for.

Number:

Name:

Type:

Status:

Contact No:

Contact Email:

GUIDANCE

**Enterprise Selection**  
Select the desired enterprise from either the associated listing or from search

**Back**  
In order to return to the previous section, select option Back

**Confirm Continue**  
In order to proceed with the selected enterprise, select option Continue

10. To commence with the filing of beneficial ownership, click **Choose File** to upload the required mandate to file beneficial owner (s) on behalf of the entity and click on **Continue**.

Upload Mandate

Choose File

1. Mandate.pdf (3).pdf

BACK

CONTINUE

11. When you have selected **Continue** the Beneficial Ownership Register page will reflect -
- Enterprise name
  - Enterprise Number
  - Total Declared Ownership % (**Note:** This will reflect 0% as **NO** Beneficial Owner (s) have been filed yet)

- d) Select Company Type (**Note:** The filer must select the relevant company type from the drop down list)

**Beneficial Ownership**  
Register Information

Home > Applications > Enterprise > Ownership

**Beneficial Ownership Register**

Enterprise Name:  
60000005064

Enterprise Number:  
K2020500225

Total Declared Ownership %:  
0

**Select Company Type:**  
Select Company Type

BACK CONTINUE

**GUIDANCE**

**Beneficial Ownership**  
Reference number will be generated when beneficial ownership create is initiated.

**Back**  
Back button will take you to the previous page

**Non-affected company with beneficial ownership**  
Non-affected company, with beneficial ownership.

**Affected Company**  
Section 1 of the Companies Act (as amended).  
Note: full details on affected companies will be described in FAQ's and other documents.

**Non affected company with no Beneficial Ownership to declare**  
Non-affected company without beneficial ownership.

Drop down list: **Beneficial Ownership Register - Select Company Type:**

- a. Affected Company
- b. Non-Affected Company with **NO** Beneficial Ownership to Declare
- c. Non-Affected Company **WITH** Beneficial Ownership to Declare

12. When the filer select company type **Non-Affected Company With NO Beneficial Ownership To Declare**, the following page will be displayed, click **Continue**

**Select Company Type:**

NON AFFECTED COMPANY WITH NO BENEFICIAL OWNERSHIP TO DECLARE

BACK CONTINUE

13. When the filer have clicked on **Continue**, the following page will be displayed to **Upload** the required / mandatory documents

**Supporting Documentation Information**

CREATED	NAME	DOCUMENT TYPE	REMOVE
No documents available			

BACK **UPLOAD DOCUMENTS** CONTINUE

**Mandatory documents:**

- a) Certified ID copy of Filer, dated not older than 3 months

- b) Original Mandate
- c) Securities Register

14. Once all required documents was uploaded, the [Upload documents](#) button will be **grayed** out indicating that no further documents are required for uploading for this specific enterprise type. Click on [Continue](#) to proceed to the next page.

Supporting Documentation Information

CREATED	NAME	DOCUMENT TYPE	REMOVE
28/02/2024 12:26:21	BO-Step-by-step-Guidelines.pdf	CERTIFIED ID	
28/02/2024 12:26:37	BO-Step-by-step-Guidelines.pdf	ORIGINAL MANDATE	
28/02/2024 12:26:58	BO-Step-by-step-Guidelines.pdf	SECURITIES REGISTER	

BACK

UPLOAD DOCUMENTS

CONTINUE

15. When you have clicked on [Continue](#), the filing is almost complete that the information filed for the [Non-Affected Company with NO Beneficial Ownership to Declare](#), will reflect as per the screen below. (**Note:** There will be **NO** Beneficial Ownership Information displayed as no information was captured).

Enterprise Information

ENTERPRISE NUMBER	ENTERPRISE NAME	TYPE	STATUS
M19/2003416	KAMPERAMA	Private Company	No Status

Ownership Information

DATE	Name	ID Number/Passport Number	ID Verified
No Ownership Information			

Document Information

REFERENCE	CREATED	DOCUMENT TYPE
60000021459	28/02/2024 12:26:21	CERTIFIED ID
60000021459	28/02/2024 12:26:37	ORIGINAL MANDATE
60000021459	28/02/2024 12:26:58	SECURITIES REGISTER

BACK

SUBMIT

16. Continue with the next step in the process by clicking on the **Submit** button.

Document Information

REFERENCE	CREATED	DOCUMENT TYPE
60000021459	28/02/2024 12:26:21	CERTIFIED ID
60000021459	28/02/2024 12:26:37	ORIGINAL MANDATE
60000021459	28/02/2024 12:26:58	SECURITIES REGISTER

BACK

SUBMIT


17. Once you have clicked on **Submit**, you will receive a screen where you need to confirm the Filer by verifying with an **OTP** that will be send by **SMS** and by **EMAIL**.

- a) On the right side of your screen you will find the following information for your recording and tracking:-
- OTP Confirmation Results
  - Application information
  - Enterprise Information

OTP Confirmations Sent to

Mobile: [REDACTED]

Email: [REDACTED]

NUMBER	DATE	EXPIRE	FULL NAME	RECIPIENT TYPE	CONFIRMED
3386	28/02/2024 12:27:41	01/03/2024 12:27:41	[REDACTED]	FILER	

RESEND OTPS

REFRESH

**Note:** If you have not received the **OTP's** then click on **RESEND OTPS**.

18. Click on the **RED X BOX** under **CONFIRMED**.





19. Once you have clicked on the **RED X BOX**, the Confirmation Validation screen will open where you need to Verify the Information by entering: -
- i. **SMS OTP** (Note: that the **S** before the number **MUST** be captured in **CAPS LOG**)
  - ii. **Email OTP** (Note that the **E** before the number **MUST** be captured in **CAPS LOG**)
- b) After entering the OTPs in the prescribed fields, lick on **Verify**.

Confirmation Validation

OWNER INFORMATION

Number: 3385 Name: [REDACTED]

VERIFY INFORMATION

SMS OTP: S52822 Email OTP: E42781

CANCEL VERIFY

20. Once you have clicke on **Verify**, the confirmation will be sent to the **Mobile number** and the **Email address** linked to the customer profile.

OTP Confirmations Sent to

Mobile: [REDACTED]

Email: [REDACTED]

21. The last step will reflect the **PREVIOUSLY RED X BOX** as **GREEN**.

NUMBER	DATE	EXPIRE	FULL NAME	RECIPIENT TYPE	CONFIRMED
3385	28/02/2024 12:15:42	01/03/2024 12:15:42	[REDACTED]	FILER	<input checked="" type="checkbox"/>

REFRESH

22. Once the confirmation was complete the last screen will reflect that the filing was received and it will be processed accordingly.
- a) Click on the **FINISH** button to finalise the last process in your filing.


**INFORMATION**

The application confirmation is received and will be processed accordingly. No further action is required. Please check for email correspondence. Please click finish to be redirected to the page where you can download certificate.


**FINISH**

**Note:** Once you have click **FINISH** you will be taken back to the HOME page and the transaction will be displayed under **COMPLETED APPLICATIONS**, and the **FILER** will receive an email notification for the filing.

## COMPLETED APPLICATION GRID

Completed Applications							
DATE	REFERENCE NUMBER	STATUS	ENTERPRISE NAME	COMPANY TYPE	ENTERPRISE NUMBER	DOWNLOAD	AMENDMENT
28/FEB/2024 12-25-42	60000021459	BO COMPLETE REGISTRATIONS	KAMPERAMA (PTY) LTD	NON AFFECTED COMPANY WITH NO BENEFICIAL OWNERSHIP TO DECLARE	1972/003416/07	DOWNLOAD	

## EMAIL FILING NOTIFICATION



Wed 28/02/2024 14:30  
QA@cipc.co.za  
FILING NOTIFICATION -KAMPERAMA

To [REDACTED]

RE:Filing of Beneficial Ownership on behalf of a Non-Affected Company

Confirmation of Filing by KAMPERAMA with 1972/003416/07 application for beneficial ownership has been received.

Thank you for notifying the Commission that you are categorised as a "non-affected company" which do not have beneficial owners and that your filing of a securities register has been received.

We have a compliance and monitoring role, and will make contact in case of a need for more information.

Yours truly  
Adv. Rory Voller  
Commissioner : CIPC

Please do not reply to this email address for any queries. Contact the CIPC Call Centre at 086 100 2472.

## EXPLANATORY NOTES & LEGISLATIVE GUIDELINE:

### 1. Mandate

#### Explanatory Note:

It is accepted that the filer responsible for filing beneficial ownership information of any applicable entity, has been mandated in writing by the company or close corporation, to tend to same on behalf of the entity. This written and signed mandate, received by the filer, also forms part of the supporting documentation that must be uploaded to the Commission, upon filing of the BO-information. It is accepted that the filer has been provided with the full information required to tend to the BO-filing on behalf of the entity, and the agreement above relates to the filer confirming that he/she is attending to the instructions of the entity on whose behalf they are filing.

#### A. Content of mandate:

The written mandate provided by the declaring entity to an individual (filer) to submit beneficial ownership information to the CIPC, needs to comply with certain requirements in order to be accepted as a valid, lawful and binding document. Although there exists no specific template for the mandate itself, below serves as a guide with regards to minimum content: -

- a. The mandate may in the form of a [letter, a resolution or power of attorney](#), providing a specific mandate by the declaring entity to an individual (natural person) to submit beneficial ownership information, together with mandatory supporting documents, to the CIPC. The mandate must be on a [company / close corporation letterhead](#) of the declaring entity;
- b. The mandate must be provided to a [natural person](#) (not a juristic person) who is in possession of a valid CIPC customer code, to be used when filing. The [full names, surname and ID number](#) of the mandated person (filer) must be indicated in the mandate, accompanied by a certified ID copy of the filer;
- c. Also, the mandate must be signed by at least [50% +1 of the directors of the company](#) (ordinary resolution requirements), and [all of the members of a CC](#).

#### Legislative Guideline:

When transacting with the CIPC it is accepted that the CIPC Terms & Conditions, as well as Privacy Policy ([available on the CIPC website homepage](#)) have been thoroughly read and the content thereof accepted.

[Section 214](#) of the Companies Act, provides for criminal prosecution of individuals as well as juristic persons in the event of reckless conduct, non-compliance with the Act, as well as providing false statements.

### 2. GRIDS: - BO Applications

#### Explanatory Note:

The system will display 4 (four) GRIDS.

- a. In Progress Applications

- i. In progress applications is where the filer have not completed the BO-filings done before/prior and just closed the application
- b. Nullified / Rejected Applications
  - i. Nullified applications is where the filing does not comply with the required regulations / Act
  - ii. Rejected applications is where Back office have rejected the application due to outstanding/incomplete or wrong information received
- c. Draft / Pending Applications
  - i. Draft applications is where the filer have started but not complete the filing process
  - ii. Pending applications is where the filer is waiting for the OTPs to finalise the filing process.
- d. Completed Applications

Applications in progress do not constitute a valid filing of beneficial ownership information and requires filings to be submitted (and confirmation received thereof), before it is accepted as complete.

### 3. Login

#### Explanatory Note:

Upon login, the system will provide the filer with a list of all entities associated with such customer code, for ease of reference. Any one of the listed entities may be selected to tend to filing, **OR** the search option may be selected to search for a specific entity to file its BO-information.

Should a filer be mandated to submit BO-information on behalf of an entity, which is not associated with his/her customer code, simply make use of the “search” option mentioned above.

### 4. Entity Statuses

#### Explanatory Note:

Entities with types of statuses, such as active, business rescue and deregistration process, may proceed to file Beneficial Ownership Information.

Entities with the following statuses cannot file BO-information: -

- i. Final de-registration (whether voluntary or AR);
- ii. Voluntary de-registration process (not AR);
- iii. Final Liquidation;
- iv. Voluntary liquidation;
- v. Provisional liquidation;
- vi. Suspended;
- vii. Conversion from CO/CC or CC/CO
- viii. Dissolved

## Legislative Guideline:

### Entity status

While an entity is in **de-registration process**, (due to annual return non-compliance), the entity is **still active** and able to trade and do business and is thus required to comply with filing of Beneficial Ownership Information if applicable. It is accepted that entities that applied for voluntary de-registration (thus voluntary de-registration process status), the company has ceased to carry on business and there is no requirement to file Beneficial Ownership information (**section 82(3)(b)(ii) of the Companies Act**).

Once an entity has been finally de-registered, liquidated or dissolved, the entity no longer exists, cannot trade and do business and is thus not required to comply with Beneficial Ownership Information filing. Entities converted from a CC to a company and **vice versa**, is only required to file Beneficial Ownership Information in terms of the entity type it was converted into and not for the entity type, it was before conversion.

For all intent and purposes, the initial corporate entity, no longer exist, once conversion is complete.

## 5. Entity Types

### Explanatory Note:

The following entity types are required to file Beneficial Ownership Information, if applicable: -

- a. Profit companies;
- b. Non-profit companies;
- c. External companies; and
- d. Close Corporations

## 6. Identity Verification

### Explanatory Note:

ID verified means that the South African ID number submitted has been verified against the Department of Home Affairs (DHA) database.

For foreign Beneficial Owners, a certified passport / notarized passport copy must be uploaded for the purpose of verification.

- a. See certification guidelines available on the CIPC website; and
- b. Foreign Assurance Verification process.

## 7. Status on Owner Listing

### Explanatory Note:

The reference to the **status** of the Beneficial Owner directly relates to the fact that the person listed is a Beneficial Owner. At any time, Beneficial Ownership changes, such changes must be

submitted to the CIPC, which will update the register. Should a beneficial owner (already declared) no longer fall within the **5%** threshold requirement for declaration, then same must be amended via CIPC and the status will change to inactive.

## 8. Ownership %

### Explanatory Note:

Beneficial Ownership in respect of a company means, an individual who, directly or indirectly, ultimately owns that company or exercises effective control over that company. (Section 55 of the General Laws Amendment Act, 22 of 2022, read with the amendments to the Companies Act and Companies Act Regulations).

In the drop down list provided on the Beneficial Ownership system, any one or more of the below types of Beneficial Ownership / control can be selected.

It is important to remember the **5%** threshold for Beneficial Ownership declaration, with an aggregate of 100%. Currently the Companies Act provides for **5%** of Beneficial Interest in securities, thus the norm was upheld in terms of Beneficial Ownership.

Any Beneficial Ownership / control below 5% need not be declared.

### Legislative Guideline:

#### Beneficial ownership

##### Types of beneficial ownership / effective control:

- The holding of beneficial interest in the securities of a company;
- Control over voting rights, or control over the exercise of voting rights associated with securities of a company;
- The exercise of the right to appoint / remove members of the board of directors of a company, OR control over the exercise of the right to appoint / remove board members;
- The holding of beneficial interests in the securities of a holding company, (through a subsidiary) OR the ability to exercise control (including through a chain of ownership) of a holding company through its subsidiary;
- The ability to exercise control, through a chain of ownership, of-
  - (i) A juristic person other than a holding company of that company;
  - (ii) A body of persons corporate or unincorporated (i.e. body corporate of an estate – NPC);
  - (iii) A person acting on behalf of a partnership;
  - (iv) A person acting in pursuance of a trust or agreement (i.e. trustees, beneficiaries of trusts, beneficiaries of an agreement);
- The ability to otherwise materially influence the management of that company – effective control.
- State owned companies (SOC's) will also be required to file BO information, unless exempted by the Minister in terms of section 9(2) of the Companies Act.

## 9. Beneficial Ownership Company Category

### Explanatory Note:

#### Non-Affected Company without / NO Beneficial Ownership to Declare

Companies that are **not** classified as “affected companies”, and have **no (nil)** Beneficial Ownership Information to declare, will select this category and upload the mandatory documentation:

- i. Certified ID copy of the Filer mandated to file Beneficial Ownership on behalf of the declaring Company.
- ii. Signed Mandate (50 + 1 of the directors of the company) and / or all members of the close corporation; and
- iii. [Securities / members register](#) as per [sections 33 and 50](#) of the Companies Act.

### Legislative Guideline:

#### Beneficial ownership company category

Corporate entities are classified into two (2) main types, [“affected”](#) and [“non-affected”](#) companies.

When a company falls within either of these categories, the next question is whether the company or close corporation have any Beneficial Ownership information to declare.

The answer to these two (2) questions will dictate which Beneficial Ownership company type [\(category\)](#) is selected. The abovementioned Beneficial Ownership category is aimed at simplifying the filing of information mandatory in terms of the Companies Act and subsequent Regulations (as amended).

**NB:** [Only non-affected companies with beneficial ownership information to declare](#) will receive a [confirmation certificate](#) of beneficial ownership filing. [Affected companies](#) and [non-affected companies with zero beneficial ownership to declare](#) will only receive a notification of submission of required documents (securities register and beneficial interest register (as applicable) when filing.