



Companies and Intellectual
Property Commission

a member of **the dtic** group

DIRECTOR AMENDMENT

06 NOVEMBER 2025 WEBINAR

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VACANCIES ON BOARD

When a person ceases to be a director, a vacancy arises on the board due to the following:

- Resignation or deceased
- Incapacitated to the extent that the person is unable to perform the functions of a director
- Removed as a director for various reasons
- Term Expired
- Retirement
- Declared delinquent by the court

FILING PROCESSES

We have two processes to file director amendments, i.e.

OTP Process and the Back Office Process.

OTP Process only caters for the Resignation and Appointment of new director. The affected director(s) as well as the Filer will receive the OTP to confirm the change that is about to take place. Once responded, the system will automatically approve the application.

BACK-OFFICE PROCESS

The following transactions will be processed at the **Back Office**:

- Deceased
- Removal
- Term Expired
- Retirement

Applications are processed (approved or rejected) by officials at the back office.

Only the Filer receive the OTP in this transaction.

VERIFICATION PROCESS

All South Africans will be verified once by the Dept of Home Affairs.

Foreign directors will go through Foreigner Assurance verification conducted at CIPC.

How the customer can obtain amended COR39 certificate

The Filer can access the reference number, e.g. 60001234567 on the system, and open the application on the History Applications and select “Download COR39 Certificate”, then click on Re-Print button.

PROBLEM WITH THE ISSUE DATE OF ID

Some Issue dates are correct as per green ID Book or smart card.

Our Corporate Legal advised that customers must contact Home Affairs in case they have a challenge with the Issue Dates.

Home Affairs advised that customers must use the latest Issue Date of the ID.

HOW TO APPOINT AND RESIGN A DIRECTOR

The Filer must have customer code and password to file director amendment. Once on the website, the filer must select TRANSACT and then go to More Services button.

After that you need to follow the steps as requested up until the end of the process.

The proposed change document will be sent to all directors notifying them of the change that is about to happen, and they don't have to respond to that notification. The OTP will also be sent to the new/resigning director, and once this is responded to, the application will be auto approved and certificate generated to all directors including the Filer. **No more manual COR39 forms to be submitted**

OTP is valid for 96 hours

Change Contact details of directors

- New Step by step guide to change contact details is now available on the website
- Notice No.5 of 2025 deals with the process of responding to change of contact details.
- The link to confirm or object the change will be sent to both old contacts and the new contacts.
- Confirmation of change should be done within 24 hours, after that the application will lapse.
- Once the rightful owner objects the application within 24 hours, that application will be automatically terminated even if the other person has already approved.

The Filer not able to update contact details of directors

Only the affected director can update his contact details.

This was done to avoid hijacking of companies.

The Filer can update that information only if given the login details by the affected director to do that on his behalf.

Resigned Directors not responding to the OTP

- Where a director has resigned but is not providing OTP, the company may file an application to Remove him as a director.
- The normal process of removal should be followed. The reason(s) for removal should be included in the Notice of the meeting sent to the affected director.
- The Resolution taken in the meeting should also be submitted.
- No resignation will be processed at the Back Office.

How to cancel the transaction that is in process due to error made

- The Board or Shareholders pass the Resolution to change directors in a company. The Filer only implement the Resolution taken by the Board or Shareholders.
- In case of cancellation, the Board or Shareholder must pass a new Resolution and provide reasons to cancel the existing transaction.
- Once received, the application will be terminated to enable the company to file new transaction.

Company to be amended doesn't appear on the screen

- The customer must search the company they want to make amendments on under Associated Company Information page on the director amendment portal.
- Customer must click on continue button, and under Facility Criteria there is a space where the registration number can be inserted, and then click on Search button.
- The required company will then appear on the screen, and the customer may proceed with the filing.

UNAUTHORIZED CHANGE OF DIRECTORS

- Regulations 168 (6) allows the company to challenge any document filed with the Commission within 10 business days by filing a notice in form COR168.
- In terms of Subsection (7), a filing that has been challenged in terms of the above sub regulation (6) is a nullity and must be removed from the register.
- COR168 cannot be used to challenge another COR168, and this can also not be used to settle disputes of directors.
- Disputes should be referred to the Court or Companies Tribunal, and CIPC will implement the Order.

IMPORTANT NOTICES ON CIPC WEBSITE

- Practice Notice No.3 of 2025 – Companies and their stakeholders in disputes
- Notice No.37 of 2025 – Non-response on the link for director's change of contact details
- Notice No.49 of 2025 – Change of director's contact details.



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THANK YOU

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