Companies and Intellectual Property Commission

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NEW DIRECTOR AMENDMENT

13 OCTOBER 2026

PRESENTER: MASHUDU THOMAS LEBETE



CHANGE OF DIRECTORS

Section 70(6) of Companies Act 71 of 2008 requires every company to file a notice within 10 business days after a person becomes or ceases to be a director of the company. A vacancy in the Board may arise 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

THE FILING METHODS TO CHANGE COMPANY DIRECTORS

We have two methods to file director amendments i.e. OTP Process and Back Office

Current OTP Process vs New OTP Process

CIPC uses OTP process for standard appointments and resignation without supporting documents.

This process offers automatic approval.

OTPs are valid for 96 hours.

CURRENT OTP PROCESS CONTINUES…..

- Currently only the Filer and the affected director(s) receive OTPs to confirm the change. Once confirmed, the system approves the application.
- There is no human intervention in this process
- In case of new appointment, only the Filer and new director receive OTPs to confirm the change.

NEW OTP PROCESS

- New system to be rolled out on Friday 16 October 2026
- Designed for companies with less than 10 directors
- The main focus will be on the appointment of new director(s)
- The look and feel of the system will be slightly different from the current one.

NEW OTP PROCESS CONTINUES….

- The system will require 50% +1 from existing directors to get approval of newly appointed director(s).
- This will reduce unlawful appointment by unknown directors to the company.
- In case consent approval fails to reach the threshold of 50%+1 within 96 hours, the application will be automatically terminated.

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.

UPDATING INFORMATION OF A DIRECTOR WITHIN 10 DAYS *(REFER TO NOTICE 25 OF 2026)*

- To avoid compliance issues, Companies are advised to inform the Commission of any changes to directors' information within 10 (ten) business days from the change occurring, including:

- When a person becomes or ceases to be a director;
- When the information of the director changes, i.e maiden surname to married surname or *vice versa*;
- When the passport number of the foreign director has expired and a new passport number issued;
- When the address of the director changes; or
- When contact details of the director changes, etc.

CHANGE OF CONTACT DETAILS USING A NEW PASSPORT

- Customer code must be linked to the new Passport
- Full names and surname on the profile must match the Passport and CIPC record in order to update contact details.
- If information mismatch, error message will be displayed that you are not listed as a director of the company.

CONTINUE…..

- If the information mismatch, or director continues to receive error message,
- The director must log a query on the Customer Enquiries Management System (CEMS) at *https://enquiries.cipc.co.za/*

- When submitting the query, the director must include the following information:

- A full screenshot of the error message
- The director's Customer Code
- The company registration number

Change Contact details of directors

- The Filer cannot update contact details of the director
- New Step by step guide to change contact details is now available on the website
- Notice No.6 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 72 hours, after that the application will lapse.
- Once the rightful owner objects the application within 72 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.

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.10 of 2026 – Change contact details using new Passport
- Notice No. 25 of 2026 – Updating information of directors

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THANK YOU

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