

Company Compliance and Administration Exam Matrix

Syllabus area (chapter)	Nov-24	Jun-24	Nov-23	Jun-23	Nov-22	Jun-22	Nov-21	Jun-21	Nov-20	Nov-19
Role of Company Secretary (1)	ALL Q1 - Duties of CoSec	All Q1 - Role of CoSec after Board meeting Q3 - Directors' Service address and residential address Q6 - Directorships Q7 - Premium Listing Q8 - AGMs	All Q1 Role of Co Sec Q7 Role of CoSec, Minutes, CoHouse filing, and Loans, Articles	All	All Q6 Appoint, requirements/quals, death	All Q7 Understanding Board meetings and Actions	All Q1 Resignation of CoSec in public limited co	All	All	All
Directors (2)	Q6 - Loans to Directors / Property Transations Q8 - Death of direction / appointment of director	Q3 - Directors' Service address and residential address Q6 - Directors appointments, defective and disputed appointments Q7 - Exec vs Non-Exec Dir / Listing Requirements for directors	Q6 Directors, rights, insider dealing, removal	Q7 Directors Q8 Directors - alternate, appointment, corporate directors	Q7 Directors - Loans to directors	Q1 Director Induction Q8 Directorships	Q6 Alternate directors Q9 Directors and disqualifications	Q6 Directors property transactions / Conflicts of interest Q7 NEDs vs Exec Q8 Directors resignation and filing	Q7 Directors - appointments	Q1 Directors service contracts Q11 Directorships, appointment, insurance and meetings
Effective Board Practices (3)						Q1 Director Induction		Q7 Structure	Q5 Board Evaluation	
Shareholders / Members (4)		Q6 - AGMs / use of Written resolutions and apt of External Auditors Q7 - Shareholdings in Premium Listing Cos Q9 - Death of shareholder / joint holding / stamp duty	Q5 Minimum shareholders for private & listed	Q1 member voting Q4 Register of members / registrar Q5 Re-registration	Q5 Members resolutions	Q7 Death of Director actions and replacement		Q9 Deceased member	Q1 minor as a shareholder	
Company Compliance (5)	Q3 - Formation of Co - Articles Q7 - wind-up of company (solvent)	Q4 - Administrative Restoration Q6 - Filing at CoHouse	Q2 Diff between Charity and CIC Q3 Takeover panel & city code Q6 Directors, rights, insider dealing, removal Q7 Role of CoSec, Minutes, CoHouse filing, and Loans, Articles Q9 ARD &AGM - Shareholder activism	Q5 Re-Registration	Q2 Dormant Co and filing Q8 Strike off, dissolution	Q3 PIE Q6 Winding Up Q7 Naming of Company Q8 Reregistration requirements	Q5 Formation of company and articles Q7 Registers, registered office, inspection of records	Q1 types of company (listed or not listed)	Q6 Dormant Co / Strike Off and reinstatement	Q5 explain difference between members' and creditors' winding up Q11 Understanding companies / Co ltd by g'tee
Annual and Integrated Report (6)	Q2 - Audit Exempt companies Q5 - timing for different companies to delivery their accounts		Q9 ARD &AGM - Shareholder activism	Q3 Integrated reporting	Q2 Dormant Co Accs Q3 Integrated Reporting	Q2 Mico-entity		Q9 Accounting Reference Dates		
External Audit (7)		Q6 - Apt External Auditors			Q8 Removal of Auditors	Q3 External Audit for PIE			Q7 Auditor independence	Q10 role of auditors and which accounts need to be audited
Securities Exchange Listing Regime (8)		Q2 - Disclosure Committee Q7 - Premium Listing Criteria	Q4 -Listed company notice periods		Q4 Difference between std and premium listing			Q1 types of company (listed or not listed)		Q3 explain Disclosure Committee
Maintenance of Records (9)	Q7 - Rights to inspect statutory registers, locations of them, and registered office	Q3 - Directors' Service address and residential address	Q7 Role of CoSec, Minutes, CoHouse filing, and Loans, Articles	Q6 Company Registers			Q9 registers	Q9 Deceased member	Q4 Filing at CoHouse Q6 Filing and registere management	
CoSec Applications (10)							Q9 Applications for maintenance of registers		Q6 Filing and registere management	
Minutes and minute books (11)			Q7 Role of CoSec, Minutes, CoHouse filing, and Loans, Articles							
Oversight by Regulators (12)				Q2 Wates						
Regulation and Disclosure (13)	Q4 - Share dealing policy Q8 - requirements regarding death of director and appointment of director	Q7 - Shareholding disclosure requirements							Q2 UK MAR	
Meetings: Shareholders and members (14)		Q5 - Preference vs Redeemable shares Q8 - AGMs - tech/ equipments used, resolutions, voting, dividend payments (timetable)	Q4 -Listed company notice periods Q6 Directors, rights, insider dealing, removal	Q1 member voting Q5 Re-registration	Q5 Members resolutions	Q4 Role of Chair Q8 AGM requirement	Q2 Voting at general meetings and proxy Q4 Speaking at General meetings	Q4 General meeting / adjournment	Q7 meetings and resolutions Q8 Loans Q9 Meetings / voting - polls / notice / Role of chair	Q4 Abstaining on a resolution Q9 AGMS (directors, accounts, remuneration, pre-emption rights) draft timetable
Meetings: Board and Committees (15)		Q1 - Role of CoSec after Board meeting Q2 - Disclosure Committee	Q6 Directors, rights, insider dealing, remova	Q7 Directors Conflicts of Interest (substantial property transactions) Q8 Conflicts of interst			Q6 Board meetings (calling, notice, quorum, papers ++)	Q6 Directors property transactions / Conflicts of interest		Q2 matters reserved for Board Q3 explain Disclosure Committee Q7 Quorum Q10 attendance at Board meetings

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Shares, Share capital, share register and debt capital (16)	Q8 - share schemes (deceased director) Q9 - call on shares, procedures and timing / allotment of new shares	Q5 - Preference vs Redeemable shares Q9 - Death of shareholder / joint holding / stamp duty / Rights Issue / Uncashed dividend warrant	Q5 Minimum shareholders for private & listed Q8 Share schemes Q9 ARD &AGM - Shareholder activism	Q4 Register of members / registrar Q6 Co Shares increase + compulsory acquisition Q9 Types of shares, payments order of dividends, interim dividend, Insider Dealing	Q1 Consolidation and subdivision of share capital Q9 Shares transfers including refusal, allotment of shares	Q5 Explain deferred shares Q6 Records of charges, payment of interest on debentures, interim dividends Q7 ESOS Q9 Death of member, joint shareholder, old warrants and dividend timetabling	Q3 Explain Share warrant Q7 Listed Co allotment of shares, pre-emptions Q8 ESOS /HMRC Q8 Share stake building, majority holding, takeovers	Q2 Share certificates - proof of ownership Q3 Share dealing policy / UK MAR Q5 Pre-emption rights Q7 Premium Listing criteria Q8 Divideneds / Interim and procedures Q9 Call on shares	Q3 Share transfer and stamp duty Q8 Rights Issue / Payment in share Q9 Scrips	Q6 Scrips vs DRIPS (4 marks) Q8 ESOS /acquisition of own shares
Other: Model Articles, Companies Act, types of company	All	All	All Q7 Role of CoSec, Minutes, CoHouse filing, and Loans, Articles	All	All	All	All Q5 types of articles and authority to adopt Q7 Company registered in Scotland	All	All	All