

About this form

Before you fill in this form please read the guidance notes, go to www.hmrc.gov.uk/forms/seis1guidancenotes.pdf and the Seed Enterprise Investment Scheme (SEIS) pages, go to www.hmrc.gov.uk/seedeis

A company which has issued shares on which investors hope to claim relief under the Seed Enterprise Investment Scheme must use this form to provide its Compliance Statement as required by Section 257ED Income Tax Act 2007.

This form cannot be submitted to us until the company has met either of the following criteria:

- at least 70% of money raised by the relevant share issue has been spent for the purposes of the qualifying business activity for which it was raised
- the new qualifying trade which constitutes the qualifying business activity or to which that activity relates has been carried on by the company issuing the shares or a qualifying 90% subsidiary of that company for at least 4 months

There is no time limit for sending in this form, but you should note that investors are not eligible to claim relief until the company provides us with the Compliance Statement and we authorise the company to issue compliance certificates (claim forms) to investors. Investors must submit their claims to us no later than the fifth anniversary of the Self Assessment filing date for the tax year in which the shares are issued.

This form may be signed by the company secretary or any person authorised by the company or, if appropriate, a liquidator, administrator or receiver. If a company makes a false statement it is liable to a penalty not exceeding £3,000.

The company is obliged to tell us within 60 days if any event occurs before the third anniversary of the date of issue of the relevant shares, as a result of which the declaration is no longer valid. Statutory references in this form are to sections of the Income Tax Act 2007 unless otherwise indicated.

Please use a separate schedule if you do not have enough space to enter the information asked for in sections 1, 3 or 4.

Company details

Name of the company issuing shares

Date of incorporation DD MM YYYY

Company registration number

Corporation Tax Unique Taxpayer Reference (UTR)

Address of registered office

Address

Postcode

1 Share issue details

Enter the date the shares were issued DD MM YYYY

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The following subscribers have asked the company to issue certificates on forms SEIS3 for shares which it issued to them. Read note 1 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

Only enter details of investors who have indicated they will be claiming SEIS relief. Including other investors could unnecessarily restrict the company's ability to raise money under the venture capital schemes in the future.

Please use a separate schedule if you do not have enough space to enter the information asked for in sections 1, 3 or 4.

Full name and address of the subscribers	Description of shares and nominal value of each share	Number of shares issued	Amount subscribed (£)

Total from separate schedules box

	£
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Total

	£
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2 Qualifying business activity

2A All the shares listed at 1 were issued to raise money for:

a trade, or preparation for the trade, shown below

or

research and development intended to lead to the trade shown below

Enter details of the trade here

2B The trade, or the research and development intended to lead to a trade, is or will be carried on by:

the company itself

or

a qualifying 90% subsidiary company
read note 2 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

2C Name of the subsidiary company

2D Has the trade mentioned above already started?

Yes No

2E Date the company mentioned above started that trade DD MM YYYY

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2F Was the trade carried on by another person before the company began to carry it on?

Yes No

2G Name of the person from whom the trade was acquired

2H Address of acquired trade

Address

Postcode

2I Date that person began to carry on the trade
DD MM YYYY

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
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3 Company funding

Please enter values in whole pounds sterling.

3A Please enter in the table below, details of any Seed Enterprise Investment Scheme (SEIS) shares which the company issued before the date of issue of the shares listed in the section headed 'Share issue details'.
Read note 1 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

Date	Number of shares	Amount raised (£)

3B Please enter in the table below, details of amounts received by the company in the period beginning 3 years before the date of issue of the shares listed on the 'Share issue details' page, which fall within Regulation EC No 1998/2006 'EC State aid de minimis regulation'. Read note 4 of SEIS1 notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

Please note: Do not include here any previous issues of shares for which the company has submitted a form SEIS1. These should instead be listed in the table above.

Date	Name of payer	Nature of receipt	Amount received (£)

3C The issued share capital of the company immediately after the issue of the shares listed on the 'Share issue details' page was:

Description of shares and nominal value of each share	Total number of issued shares

4 Other information

Please enter values in whole pounds sterling.

- 4A The subscribers listed on the 'Share issue details' page also held the following share capital in the company on the date of issue of the shares listed on the 'Share issue details' page.

Name of holder or lender	Description of each class of share held and nominal value	Total number of shares held

- 4B From the date of incorporation of the company entered in the 'Company details' page, the following companies have been 51% subsidiaries of that company or have otherwise been controlled by it. Read notes 13 and 14 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

Date	Name of company	Nature of business

- 4C If by the date of the declaration the company has not traded for at least 4 months, enter in the table below details showing that the company has spent at least 70% of the monies raised by the share issue entered in the 'Share issue details' page.

Amount spent to date of declaration (£)	Nature of expenditure

- 4D What changes have there been to the company's issued share capital since the issue of the shares listed on the 'Share issue details' page? If there have been no changes, please enter 'None'.

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- 4E In the period beginning with the date of incorporation of the company and ending on the date of the declaration, value has been received because the company has repaid, redeemed or repurchased (read note 5 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf) any share capital or securities as shown below.

Date	Name of holder of shares	Amount paid (£)

- 4F Please enter in the table below details of value which has otherwise been received by investors, in the period beginning with the date of incorporation of the company and ending on the date of the declaration, from the company or a person connected with the company.
Read note 5 of SEIS1 Notes at www.hmrc.gov.uk/forms/seis1guidancenotes.pdf

Date	Name of person receiving value	Nature of value received	Amount paid (£)

Declaration

I declare that:

- the following conditions were met at the time of issue of the shares listed on the 'Share issue details' page
 - the shares were issued wholly for cash and were fully paid up by the time they were issued. They were issued for the purpose of raising money for a qualifying business activity (read note 1 of SEIS1 Notes) to be carried on by either the issuing company or by a qualifying 90% subsidiary (read note 14 of SEIS1 Notes)
 - they were issued for genuine commercial purposes and not as part of a scheme or arrangement, a main purpose of which was the avoidance of tax
 - there are no arrangements relating to the shares that are within Section 257CD (read note 6 of SEIS1 Notes)
 - immediately before the issue of the shares the value of the gross assets of the company and its subsidiaries did not exceed £200,000 (read note 8 of SEIS1 Notes)
 - the company and its subsidiaries had fewer than 25 full-time equivalent employees (read note 9 of SEIS1 Notes)
 - before issue of the shares neither the company, nor any company which is a subsidiary at the time of issue, has had an investment of any kind from a Venture Capital Trust (VCT) or has issued any shares for which it has provided a Compliance Statement (form EIS1) under the Enterprise Investment Scheme (EIS)
 - the company was an unquoted company and there were no arrangements in existence for it to cease to be so (read note 10 of SEIS1 Notes)
 - the new qualifying trade for the purpose of which the shares have been issued, has not been carried on by the issuing company or by any other person at any date earlier than 2 years prior to the date of issue of the shares
- the following requirements have been met from the date of incorporation of the company to the date of this declaration (or, if the company is now in liquidation to the date when the winding up started - read note 11 of SEIS1 Notes), and the company intends that they will continue to be met until the third anniversary of the date of issue
 - the company has not controlled another company which is not a qualifying subsidiary (read note 13 of SEIS1 Notes), and there are no arrangements in existence by virtue of which that requirement could cease to be met
 - the company has not been controlled by another company (or by another company and any person connected with that other company), and there are no arrangements in existence by virtue of which that requirement could cease to be met (read note 13 of SEIS1 Notes)
 - neither the company nor any qualifying 90% subsidiary (read note 14 of SEIS1 Notes) has been a member of a partnership
- the following requirements have been met from the date of issue of the shares listed on the 'Share issue details' page to the date of this declaration (or, if the company is now in liquidation, to the date when the winding up started - read note 11 of SEIS1 Notes), and the company intends that they will continue to be met continuously until the third anniversary of the date of issue
 - the shares are ordinary shares which, at no time since they were issued, have carried any preferential right to the company's assets on a winding up, or any right to be redeemed, and which meet the requirements of SEIS about restrictions on preferential rights to dividends (read note 1 of SEIS1 Notes)
 - the company issuing the shares has a permanent establishment in the United Kingdom
 - the company either exists for the purpose of carrying 1 or more new qualifying trades (read note 3 of SEIS1 Notes) or is the parent company of a trading group
 - the company does not have any subsidiary which is not a qualifying subsidiary (read note 14 of SEIS1 Notes)
 - any property managing subsidiary is a qualifying 90% subsidiary (read note 14 of SEIS1 Notes)
- the money raised by the issue of the shares has been, or will be, spent for the purpose of the business activity listed on the page headed 'Qualifying business activity' before the third anniversary of the date of issue of the shares (read note 2 of SEIS1 Notes)
- the shares have not been issued, nor will the money raised be spent, in consequence of or in anticipation of, disqualifying arrangements (read note 7 of SEIS1 Notes)
- no other trade has been or will be carried on by the issuing company or by a 51% subsidiary before the start of the trade for the purpose of which the shares were issued
- the information given on this form is true and complete to the best of my knowledge and belief

Signature

Full name use capital letters

Capacity in which you are completing the form

for example, director, company secretary or an agent

Date DD MM YYYY

What to do now

Please print this form. You may also wish to print an extra copy to keep for your records. When you have printed the form, please sign the declaration and send the whole form to:

HM Revenue & Customs

Small Companies' Enterprise Centre (Admin Team)

Mid-size Business S0777

PO Box 3900

GLASGOW

G70 6AA

If the company has already been dealing with a Small Companies' Enterprise Centre office, you should send the form to that office and quote their reference number.