

GUERNSEY STATUTORY INSTRUMENT

2009 No. 95

**The Companies (Registrar) (Fees)
Regulations, 2009**

<i>Made</i>	<i>23 December, 2009</i>
<i>Coming into operation</i>	<i>1st January, 2010</i>
<i>Laid before the States</i>	<i>, 2010</i>

THE REGISTRAR OF COMPANIES, in exercise of the powers conferred on him by section 501(1) of the Companies (Guernsey) Law, 2008, as amended^a, and all other powers enabling him in that behalf, and having consulted and obtained the approval of the Commerce and Employment Department, hereby makes the following Regulations:-

Purpose of regulations.

1. (1) The purpose of these regulations is to prescribe the fees payable to the Registrar in respect of the performance of his functions under the Law.

^a Order in Council No. VIII of 2008 as amended by Ordinance No. XXV of 2008; the Companies (Guernsey) Law, 2008 (Amendment) (No. 2) Ordinance, 2008 (No. LIV of 2008); the Administrator of Income Tax (Guernsey) (Transfer of Functions) Ordinance, 2009; and by the Companies (Panel on Takeovers and Mergers) Ordinance, 2009 (No. XIV of 2009) and the Companies (Panel on Takeovers and Mergers) (Amendment) Regulations, 2009 (No. 34).

Fees.

2. The fees set out in column 3 of the Schedule are payable to the Registrar -

- (a) by the company or other person for and on behalf of whom the application is made for the service mentioned in column 1 of the Schedule in respect of which the fee is payable, or, as the case may be,
- (b) by the company or other person for and on behalf of whom the service mentioned in column 1 of the Schedule is to be provided.

Interpretation.

3. (1) In these regulations -

"the Law" means the Companies (Guernsey) Law 2008, as amended,

"the Registrar" means the Registrar of Companies,

and other words or expressions have the same meaning as in the Law.

(2) The notes set out in column 4 of the Schedule are only for the purposes of general guidance and are without prejudice to any provision of, or liability arising under, the Law or these regulations.

(3) The Interpretation (Guernsey) Law, 1948^b applies to the interpretation of these regulations.

Citation.

4. These regulations may be cited as the Companies (Registrar) (Fees) Regulations, 2009.

Repeal.

5. The Companies (Registrar) (Fees) Regulations, 2008^c and the Companies (Registrar) (Fees) (No.2) Regulations, 2008^d shall be repealed.

Commencement.

6. These regulations shall come into force on the 1st January, 2010.

Dated this 23rd day of December, 2009


MARK WHITELEY
Registrar of Companies

^b Ordres en Conseil Vol. XIII, p. 355.

^c Guernsey Statutory Instrument 2008 No.53.

^d Guernsey Statutory Instrument 2008 No. 96.

Regulations 2 and 3

SCHEDULE
FEEES

(1) Service	(2) Section of the Law	(3) Fee	(4) Notes
Annual Validation			
(1) All Non-Regulated Companies	Section 234	£250	Includes: Local trading companies (excluding finance/fiduciary institutions). i.e. those engaged in commerce and industry on the Island; Local private investment companies (asset holding) which are not regulated by the GFSC.
(2) Financial Product Companies	Section 234	£500	Includes: Companies administered by an entity that is GFSC licensed includes captive insurance companies, incorporated fiduciary structures and incorporated management funds; Managed banks which are managed as a service from Guernsey but are directly regulated by the GFSC.
(3) Incorporated Cell and Protected Cell Companies	Section 234	£750 In addition: £100 per incorporated cell; £10 per protected cell.	
(4a) GFSC Regulated Management Companies	Section 234	£1000	Applies to all GFSC licensed entities holding licenses under: The Banking Supervision (Bailiwick of Guernsey) Law 1994; The Regulation of Fiduciaries, Administration Businesses and Company Directors, etc. (Bailiwick of Guernsey) Law, 2000; The Insurance Business (Bailiwick of Guernsey) Law, 2002; The Insurance Managers and Insurance

(1) Service	(2) Section of the Law	(3) Fee	(4) Notes
			Intermediaries (Bailiwick of Guernsey Law, 2002; The Protection of Investors (Bailiwick of Guernsey) Law, 1987. NOTE: This category is specifically for the head license companies only (subsidiary companies not holding a license in their own name are captured elsewhere).
(4b) OUR Regulated Companies	Section 234	£1000	Applies to: OUR Licensed telecoms companies; Guernsey Post; Guernsey Electricity; Channel Islands Stock Exchange.
(5) Not for Profit Organisations	Section 234	£100	No fee applies to Guernsey registered charities as per The Charities and Non Profit Organisations (Registration) (Guernsey) Law, 2008.
(6) Other Corporate Bodies and Regulated Entities	Section 234	£500	Includes: General Partner companies; Founder Partner companies; Special Purpose Vehicle companies; Corporate Service Companies acting as corporate directors and nominee shareholders, and in-house corporate service companies not holding a GFSC license in their own right; Other Regulated Business Entities.
Daily default fine for a company which fails to submit its annual validation(including validation for each ICC cell)	Section 237	£5	Per company / cell. Daily default fine charged each calendar day after 31 st January.
Incorporation			
Standard Company Incorporation	Section 17	£100	Company incorporated within 24 hours.
Rapid Company Incorporation	Section 17	£350	Company incorporated within 2 hours.
Special Company Incorporation	Section 17	£750	Company incorporated within 15 minutes (certain restrictions apply).
Incorporated Cell registration	Section 17	£100	Incorporated within 24 hours.
Company Name Reservation	Section 27	£25	Per company name.
Changes to Company			

(1) Service	(2) Section of the Law	(3) Fee	(4) Notes
Particulars			
Change of Name	Section 25	£25	
Application for restoration to the Register of Companies	Section 370	£1500	This fee is in addition to all outstanding annual return and annual validation fees, etc, which would have been payable by the company if it had not been dissolved, except for the daily default fine due under section 237 which is excluded.
Application to Registrar for amalgamation	Section 69	£1000	
Application for the issue of a certificate of conversion, transfer or subsumption.	Sections 46 - 57	£100	
Migration In (Application for registration of overseas company as a Guernsey company)	Section 83	£100	Companies supervised by GFSC must have prior GFSC consent.
Migration Out (Application to transfer registration to another jurisdiction)	Section 97	£1500	
Company Document filing			
Change of Registered Office Address	Section 30	£10 (electronic filing) £20 (document filed by post or hand delivered)	
Change of Directors	Section 145(1)(a)	£10 (electronic filing) £20 (document filed by post or hand delivered)	
Change in particulars contained in its Register of Directors	Section 145(1)(b)	£10 (electronic filing) £20 (document filed by post or hand delivered)	
Change of Company Classification	Section 234	£10 (electronic filing) £20 (document filed by post or hand delivered)	Free until 31 st December 2010.
Change of Economic Activity	Section 500	£10 (electronic filing) £20 (document filed by post	

(1) Service	(2) Section of the Law	(3) Fee	(4) Notes
		or hand delivered)	
Change of Company Purpose	Section 500	£10 (electronic filing) £20 (document filed by post or hand delivered)	
Special, Waiver and Unanimous Resolutions	Sections 178, 179 and 180	£10 (electronic filing) £20 (document filed by post or hand delivered)	
Change of Memorandum and/or Articles of Incorporation	Sections 41 - 42	£100 (for both documents) £50 (each document)	
Other document filing	Section 501	£10 (electronic filing) £20 (document filed by post or hand delivered)	Per document.
Late document filing fee	Section 501	£2	Charged each calendar day after filing deadline date.
Copies of Company Documents			
Memorandum	Section 501	£10 (electronic version) £20 (certified version)	
Articles of Incorporation	Section 501	£10 (electronic version) £20 (certified version)	
All other document filings	Section 501	£2 (electronic version)	Per document.
Certification of any other document filings	Section 501	£10 (certified version)	Per document.
Request for a copy of the entire Company File	Section 501	Applicable relevant charge dependent upon the number, and type, of documents within the file. The charge is capped at £100	This copy fee does not include the certification fee(s).

(1) Service	(2) Section of the Law	(3) Fee	(4) Notes
		except if a request results in excessive work volumes and/or a burden upon registry resources.	
Requests for Company Profiles and copy Certificates			
Company Profile	Section 501	£10 (electronic version) £25 (certified version)	
Certificate of Good Standing	Section 501	£10 (electronic version) £25 (certified version)	
Copy Certificates	Section 501	£10 (electronic version) £25 (certified version)	
Miscellaneous Charges			
Exceptional charges	Section 501	£300 per hour per member of staff	This fee applies where a request, in the reasonable opinion of the Registrar, will result in excessive work volumes and/or is a burden upon registry resources. The application of the exceptional charges will be advised in advance of any work being undertaken by the Registry.

EXPLANATORY NOTE

(This note is not part of the regulations)

These regulations prescribe the fees payable to the Registrar of Companies in respect of the performance of his functions under the Companies (Guernsey) Law, 2008, as amended.