

Island of



Guernsey

Ordinance of the States

IV
2015

Made 24th November, 2014

Coming into Operation 1st January, 2015

Laid before the States 28th January, 2015

The Companies (Guernsey) Law, 2008 (Amendment) Ordinance, 2014

The Companies (Guernsey) Law, 2008 (Amendment) Ordinance, 2014

THE STATES LEGISLATION SELECT COMMITTEE, in pursuance of the States' Resolution of the 28th November, 2012^a, and in exercise of the powers conferred on the States by sections 533 and 538 of the Companies (Guernsey) Law, 2008, as amended^b, and all other powers enabling the States in that behalf, and on the Committee by Article 66(3) of the Reform (Guernsey) Law, 1948, as amended^c, hereby orders:-

Amendment of Law.

1. The Companies (Guernsey) Law, 2008, as amended, is further amended as follows.

2. In section 369 for the words "dissolved under the provisions of this Part" substitute "struck off under this Part, or dissolved under section 111(2)(d) or Part XXII or XXIII and removed from the Register of Companies,".

3. In the cross heading immediately preceding section 370 for the words "*Restoration to the Register*" substitute "*Restoration of struck-off and dissolved companies to the Register*".

^a Article VII of Billet d'État No. XXIII of 2012.

^b Order in Council No. VIII of 2008; No. XIII of 2010; No. I of 2013; Recueil d'Ordonnances Tome XXXIII, p. 122; Tome XXXIII, p. 327; Tome XXXIII, p. 472; Tome XXXIII, p. 487; Ordinance No. XI of 2010; No. XXXI of 2012; No. XXXI of 2013; G.S.I. No. 34 of 2009 and G.S.I. No. 37 of 2013.

^c Ordres en Conseil Vol. XIII, p. 288 (there are amendments not material to this Ordinance).

4. For section 370(1)(a) substitute the following paragraph -

"(a) a company which has been -

(i) struck off under this Part, or

(ii) dissolved under section 111(2)(d) or Part XXII or XXIII and removed from the Register of Companies,".

5. In section 370(3) after "struck off" insert "or, as the case may be, dissolved and removed from the Register of Companies".

6. In section 371(2)(a) immediately before the words "that the company was" insert "in the case of a company which has been struck off under this Part,".

7. In section 371(2)(b) -

(a) the word "otherwise" is repealed, and

(b) the words "and equitable" are repealed.

8. For section 371(3)(b) substitute the following paragraph -

"(b) in the case of a company which has been -

(i) struck off or dissolved under section 111(2)(d) and removed from the Register of Companies, whether the persons who were directors at the time the company was struck off or dissolved

consent to being directors if the company is restored, or

- (ii) dissolved under Part XXII or XXIII and removed from the Register of Companies, whether any person who was a liquidator prior to the company's dissolution consents to be a liquidator if the company is restored,"

9. In section 371(3)(c) after the words "struck off" insert "or dissolved".

10. In section 371(4)(a) immediately before the word "dissolved" insert "struck off or".

11. In section 371(5)(b) after the words "striking off" insert "or dissolution".

12. In section 371(8) -

- (a) after the words "An order under this section" insert "may be made on such terms and conditions and",
- (b) after the word "fit" insert "including, without limitation, terms, conditions, directions and provision", and
- (b) immediately before the word "dissolved" insert "struck off or".

13. In section 371(9)(a) and (b) after "struck off" insert "or dissolved".

14. In section 371(10) for the words "a struck off company" substitute "a company which has been struck off under this Part (but not a company which has been dissolved under section 111(2)(d) or Part XXII or XXIII and removed from the Register of Companies)".

15. For section 371(10)(a) substitute the following paragraph -

"(a) the company was struck off in error (whether the error was that of the Registrar, the company or any of its directors or any other person) or in circumstances in which, under the provisions of this Part, it should not have been struck off or, provided that the Registrar has previously consulted Her Majesty's Procureur, Her Majesty's Receiver-General and, in the case of a company which was a supervised company, the Commission, if the Registrar is satisfied that -

- (i) all the grounds, circumstances or defaults resulting in the company's striking off no longer exist or have been remedied, and
- (ii) any payments specified in subsections (4) and (5) and any other fees, penalties and amounts due under or by virtue of this Law have been paid,".

16. In section 372(1) for the word "dissolution" wherever appearing substitute "striking off or, as the case may be, dissolution and removal from the Register of Companies".

Citation.

17. This Ordinance may be cited as the Companies (Guernsey) Law, 2008 (Amendment) Ordinance, 2014.

Commencement.

18. This Ordinance shall come into force on the 24th day of November, 2014.

**Copies may be purchased from
Her Majesty's Greffier, Royal Court House, Guernsey.**

PRICE £3.00

Printed by Colour Monster Printshop, Lowlands Building, Lowlands Industrial Estate, Guernsey GY3 5XH.