

**The Defence (Companies) (Guernsey and Alderney)
Rules Ordinance, 1946.**

THE ROYAL COURT, by virtue and in exercise of the powers conferred upon it by the Defence (Companies) (Guernsey) Regulations, 1945 (hereinafter referred to as "the principal Regulations"), having heard the conclusions of the Law Officers of the Crown, hereby orders that the following Rules shall have effect henceforth in the Islands of Guernsey and of Alderney and that a copy thereof shall be transmitted by H.M. Greffier to the Judge of the Island of Alderney for registration on the records of that Island.

1. In these Rules—

“ Company ” means a Limited Liability Company registered as such upon the records of the Island of Guernsey or of the Island of Alderney, as the case may require, the registration of which Company has been transferred to the Register of Companies in England under Regulation five of the Defence (Companies) Regulations, 1940, of the United Kingdom;

“ the Court ” in relation to the Island of Guernsey means the Royal Court sitting as an Ordinary Court and, in relation to the Island of Alderney, means the Court of Alderney;

“ H.M. Greffier ” means H.M. Greffier of the Island of Guernsey or of the Island of Alderney, as the case may require;

“ the Island law ” in relation to the Island of Guernsey means the Law relating to Limited Liability Companies sanctioned by Order of His Majesty in Council registered on the Records of that Island on the 21st day of March, 1908, as amended by any subsequent enactment and, in relation to the Island of Alderney, means the law relating to Alderney Limited Liability Companies sanctioned by Order in Council registered on the Records of the Island of Guernsey on the 22nd day of May, 1894, as amended by any subsequent enactment.

2. (1) Where a Company proposes to make an application to the Court under the principal Regulations for an order directing that the Company shall be registered in accordance with the Island law, the Company shall, at the time of giving notice in accordance with Article 1 (1) of the principal Regulations (or, where such notice has been given before the date on which these Rules are made, within the twenty-one days next following that date)

Applications
to the
Court for
registration

lodge the application, in duplicate, with H.M. Greffier, together with two copies of the Memorandum and Articles of Association of the Company, showing the amendments, whether by way of modification, adaptation or exclusion, which have been made to the Memorandum and Articles of Association of the Company since it ceased to be registered under the Island law, and indicating those amendments which have been made by order of the Board of Trade of the United Kingdom and those amendments which have been made subsequently by resolution of the Company.

Particulars
to be
given

(2) The application shall include the following particulars:—

- (a) The name of the Company and its original name, if subsequently changed, and the address of its registered office in the United Kingdom.
- (b) The date on which the Company was registered in the United Kingdom.
- (c) The date on which the Company desires to be registered in accordance with the Island law.
- (d) The amendments to the Memorandum and Articles which the Company desires to retain.

Duties
of H.M.
Greffier

3. It shall be the duty of H.M. Greffier upon the receipt of the application—

- (a) to appoint a date for the hearing thereof;
- (b) to transmit to H.M. Procureur of the Island of Guernsey or of the Island of Alderney, as the case may require, a copy of the notice and of the application together with notice of the date appointed in accordance with this Rule;
- (c) to notify the Board of Trade of the date appointed in accordance with this Rule;
- (d) to cause a notice to be published in “La Gazette Officielle” stating that the application has been so lodged, that the particulars thereof may be inspected at the Greffe, and setting out

the date appointed for the hearing of the application. The notice shall include a reference to the provisions of paragraph (2) of Regulation 1 of the principal Regulations.

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4. Upon the hearing of an application under the principal Regulations proof shall be produced to the satisfaction of the Court:
 - (a) that an Order of the Board of Trade has been made directing that the Company which is the subject of that application shall cease as from a date mentioned in that Order to be registered under Regulation five of the Defence (Companies) Regulations, 1940, of the United Kingdom; and
 - (b) that the notice required to be published in accordance with the preceding Rule has been so published.
5. As soon as may be after the Court has made an Order under the principal Regulations directing that a Company shall be registered in accordance with the Island Law, H.M. Greffier shall notify the Registrar of Companies for England that such Order has been made, and of the date on which such Order is to take effect.
6. On the making of such Order as aforesaid, the Company which is the subject of such Order shall forthwith file with H.M. Greffier—
 - (a) a notice setting forth the address of its registered office in the Island; and
 - (b) a return setting forth all those particulars, as at the date of the filing of the return, which the Company is required by the Island Law to include in its Annual Return.
7. There shall be paid to H.M. Greffier upon the making of an application under these Rules the ordinary Court and Greffe fees, the cost of the publication of the notice referred to in Paragraph (d) of Rule 3 of these Rules and a fee of £10 10s. 0d.

Requirements
of the
Court

Notification
to be given
to the
Registrar of
Companies
(England)

Company
to file
registered
address and
return

Fees
payable

8. These Rules may be cited as the Defence (Companies) (Guernsey and Alderney) Rules, 1946.

*Aux Chefs Plaidis d'après Pâques tenus le 29 avril, 1946,
par devant Ambrose James Sherwill, écuyer, C.B.E.,
M.C., Baillif; présents, etc.*