

**Companies (Registrar) (Fees and Penalties) (Amendment)
Regulations, 2023**

<i>Made</i>	<i>13th September, 2023</i>
<i>Coming into operation</i>	<i>See regulation 3</i>
<i>Laid before the States</i>	<i>, 2023</i>

THE REGISTRAR OF COMPANIES, in exercise of the powers conferred on the Registrar by sections 516(3), 536 and 538 of the Companies (Guernsey) Law, 2008^a, and all other powers enabling it in that behalf, and having consulted with and obtained the approval of the Committee for Economic Development, hereby makes the following Regulations:-

Amendment of the Fees and Penalties Regulations.

1. (1) The Companies (Registrar) (Fees and Penalties) Regulations, 2020^b are amended as follows.

(2) In Schedule 1, for the entry "**Fees for late document filing, (excluding annual validation)**" in column 1, substitute "**Fees for late document filing (excluding any document the late filing of which incurs a civil penalty under Schedule 2)**".

^a Order in Council No. VIII of 2008; this enactment has been amended.

^b G.S.I. No. 126 of 2020.

(3) For Schedule 2, substitute the Schedule 2 set out in the Schedule to these Regulations.

Citation.

2. These Regulations may be cited as the Companies (Registrar) (Fees and Penalties) (Amendment) Regulations, 2023.

Commencement.

3. (1) Subject to paragraphs (2) and (3), these Regulations shall come into force on 15th December, 2023.

(2) To the extent that the substituted Schedule 2 inserts the entries relating to section 490(7) and section 508G, regulation 1(3) shall come into force on the making of these Regulations.

(3) To the extent that the substituted Schedule 2 inserts the entries relating to sections 484(4A) and 485(6), regulation 1(3) shall come into force on 13th October, 2023.

Dated this 13th day of September, 2023



HELEN GAINS

Registrar of Companies

SCHEDULE

Regulation 1(3)

"SCHEDULE 2

Regulation 2

Note: in this Schedule, an "administered" company is a company licensed, authorised or registered by the Guernsey Financial Services Commission under the supervisory laws or administered, controlled or operated by another entity licensed by the Guernsey Financial Services Commission under the supervisory laws in the course of its activities, and "non-administered" company shall be construed accordingly, and "the supervisory Laws" has the meaning given in section 2(b) of the Financial Services Business (Enforcement Powers) (Bailiwick of Guernsey) Law, 2020.

Charities and NPOs: please note that companies that are registered on the Register of Charities and other Non-Profit Organisations are non-administered companies for the purposes of this Schedule.

Reference to the period of "default" is to the period in which the civil penalty is paid. For example, in the first entry relating to section 30(1C), the civil penalty is £90 if paid within one week of issue, £175 if paid between one week and one month of issue, etc.

CIVIL PENALTIES

(1) BREACH FOR WHICH CIVIL PENALTY IS INCURRED	(2) SECTION OF THE LAW	(3) CIVIL PENALTY
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<p>Failure to keep records at registered office</p> <p>Failure to maintain records kept at registered office and keep them up to date</p>	<p>30(1C)</p>	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
<p>Failure to deliver altered Memorandum to Registrar</p>	<p>41(2)</p>	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
<p>Failure to deliver altered articles within 30 days</p>	<p>42(5)</p>	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p>

		<p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
Failure to keep register of members at registered office	123(8)	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
Failure to keep index of members with register of members	124(6)	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p>

		<p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
Failure to notify Registrar of changes	145(3)	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
Failure to keep record of director's usual residential address	147(2)	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p>

		Administered companies where default is one month or more - £700
Failure to notify Registrar of director's usual residential address, and change in usual residential address	148(3)	<p>Non-administered companies where default is up to one week - £90</p> <p>Non-administered companies where default is between one week and one month - £175</p> <p>Non-administered companies where default is more than one month - £350</p> <hr/> <p>Administered companies where default is up to one week - £175</p> <p>Administered companies where default is between one week and one month - £350</p> <p>Administered companies where default is one month or more - £700</p>
Failure to submit annual validation (including validation for each ICC cell)	237(1)	<p>Non-administered companies where default is up to one week - £250</p> <p>Non-administered companies where default is between one week and one month - £500</p> <p>Non-administered companies where default is more than one month - £1,000</p> <hr/> <p>Administered companies where default is up to one week - £450</p> <p>Administered companies where default is between one week and one month - £900</p> <p>Administered companies where default is one month or more - £1,800</p>
Failure to carry out audit	255(2)	Non-administered companies where default is up to one week - £250

		<p>Non-administered companies where default is between one week and one month - £500</p> <p>Non-administered companies where default is more than one month - £1,000</p> <hr/> <p>Administered companies where default is up to one week - £450</p> <p>Administered companies where default is between one week and one month - £900</p> <p>Administered companies where default is one month or more - £1,800</p>
Failure to have resident agent	484(4A)	£2,500
<p>Failure to have record of resident agent</p> <p>Failure to give notice to Registrar of change to resident agent</p>	485(6)	<p>Non-administered companies where default is up to one week - £250</p> <p>Non-administered companies where default is between one week and one month - £500</p> <p>Non-administered companies where default is more than one month - £1,000</p> <hr/> <p>Administered companies where default is up to one week - £450</p> <p>Administered companies where default is between one week and one month - £900</p> <p>Administered companies where default is one month or more - £1,800</p> <p>£2,500</p>
Failure to comply with section 490, or to make false statements etc. in response to information notice under section 490	490(7)	£2,500

Obstruction or failure to comply (without reasonable excuse) with request or requirement under any of sections 508A – 508F	508G	£2,500
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EXPLANATORY NOTE

(This note is not part of the Regulations)

These Regulations amend Schedule 2 to the Companies (Registrar) (Fees and Penalties) Regulations, 2020, which sets out civil penalties under the Companies (Guernsey) Law, 2008.

The main part of these Regulations come into force on 15th December, 2023, with some provisions coming into force on the Regulations being made on 13th September, and some on 13th October.