

Alderney Companies – Civil penalties

The table below sets out all the breaches of the Companies (Alderney) Law, 1994 (“the Companies Law”) which incur a civil penalty and the amount of the civil penalty which the Registrar may direct is paid pursuant to section 155A of the Companies Law.

The breaches have been categorised into bands (1-3) with the level of penalty increasing with the severity of the contravention of the law, band 3 being reserved for the most serious contraventions. The penalty for breaches in bands 1 and 2 increases with the length of time the company is in breach of the Companies Law. Where the Registrar does not have information on the period of the breach, the Registrar will issue the penalty for the breach lasting one month or more but may reduce the penalty if evidence is provided by the company that the period of the breach was shorter than one month.

Companies have also been categorised into ‘administered companies’ and ‘non-administered companies’. Breaches by, or relating to the administration of, ‘administered companies’ incur a higher penalty than ‘non-administered companies’.

‘Administered companies’ are those which are licensed, authorised or registered by the Guernsey Financial Services Commission (“GFSC”) or those which are administered, controlled or operated by a GFSC licensee.

‘Non-administered companies’ are those which are not licensed, authorised or registered by the GFSC and those which are not administered, controlled or operated by a GFSC licensee. For the purposes of the civil penalty regime, all registered charities and non-profit organisations are treated as non-administered companies.

Band	Breach of Companies Law incurring civil penalty	Amount of civil penalty <u>Non-Administered Companies</u>	Amount of civil penalty <u>Administered Companies</u>
1	<ul style="list-style-type: none"> • Failure to keep records at registered office [s.32(1A)] • Failure to maintain records kept at registered office and keep them up to date [s.32(1B)] • Failure to deliver altered memorandum or articles to Registrar within 30 days [s.27A(1) and s.29(4)] • Failure to apply to the Registrar to register an order of the Court in relation to the amendment of memorandum or articles within 14 days [s.27(7)] • Failure to keep register of members at registered office [s.71(1)] • Failure to enter change of address in register of members or comply with a Court order for rectification of register [s.72(3) & s.71(6)] • Failure to notify Registrar of change of director or company secretary within 14 days [s.93] • Failure to deliver copy of special resolution to Registrar [s.102(2)] • Failure to apply to Registrar to enter in the Register an order of the Court giving relief to unfairly prejudiced members within 14 days [s.106(7)] 	<ul style="list-style-type: none"> - Where the breach lasted up to one week £90 - Where the breach lasted between one week and one month £175 - Where the breach lasted for one month or more £350 	<ul style="list-style-type: none"> - Where the breach lasted up to one week £175 - Where the breach lasted between one week and one month £350 - Where the breach lasted for one month or more £700
2	<ul style="list-style-type: none"> • Failure to deliver annual return to Registrar [s.37(1)-(4)] • Failure to appoint an auditor (unless exempt from audit) [s.77(1)] • Failure to keep a record of resident agent [s.152C(1)] • Failure to give notice to Registrar of change of resident agent, or its details, within 14 days [s.152C(2)] 	<ul style="list-style-type: none"> - Where the breach lasted up to one week £250 - Where the breach lasted between one week and one month £500 - Where the breach lasted for one month or more £1000 	<ul style="list-style-type: none"> - Where the breach lasted up to one week £450 - Where the breach lasted between one week and one month £900 - Where the breach lasted for one month or more £1800

3	<ul style="list-style-type: none">• Failure to have resident agent [s.152B]• Obstruction or failure to comply (without reasonable excuse) with request or requirement to provide information or documents [s.152X]• Failure by resident agent, or other person, to comply with information notice requirements or to make false statements etc. in response to information notice [s.152H(8) & s152HA(2)]	£2500	£2500
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