

Choosing Company Names

This guidance note is intended as an introduction to the process of selecting an acceptable name for a company under the Companies (Guernsey) Law

Sections 21—29 of the Companies (Guernsey) Law, 2008 cover the requirements for the name of a company.

In essence, the following issues should be considered:

- There are compulsory components which principally concern the use of various forms of the word 'limited', 'protected cell company', 'incorporated cell' etc.
- A company cannot use the same name as a Guernsey registered company, a company that has existed on the Guernsey register in the previous 10 years or a reserved company name;
- A company cannot use a name that is, in the opinion of the Registrar, likely to be confused with another company in Guernsey or with an established trade mark;
- It must not be misleading, offensive, constitute a criminal offence or be contrary to public policy;
- Reference to bank, fund, insurance will not be accepted unless the company is actually regulated by the GFSC;
- Any name that implies royal or government connection, support or patronage will require the permission of H M Procureur;
- Words implying a particular type of business i.e. hairdresser, should be consistent with the company purpose;
- Geographic locations are permitted but should not be misleading in terms of suggesting business activity occurs in a location where such activity does not occur. Please note that the use of brackets around a geographic location usually suggests registration in that location. Therefore, '(UK) Limited' would not be appropriate for a Guernsey company;
- Words denoting professions—accountant, doctor etc, are permitted provided that the professional memberships are genuine;
- Symbols should be avoided;
- Domain names may be used in a name. However, evidence may be required by the Registrar to prove that the founding member (s) are the rightful owner of that domain name;
- Dates are permitted — typically where they relate to the date/year of incorporation;
- Inappropriate use of religious words, profanities and suggestive words should be avoided.

For the avoidance of doubt, please note that Company Registry policy is NOT TO allow companies to swap names.

This note is intended as guidance only and will hopefully assist in the avoidance of unnecessary confusion and loss of time by ensuring an understanding of what names are likely to be problematic at registration.

However, please note that choosing a company name is not an exact science and, if in doubt, please contact the Registry to discuss any relevant issues further.

Exemptions for charitable companies

A company limited by guarantee which has no share capital is exempt from the company name requirements of the legislation provided:

- The objects of the company are for the promotion of commerce, art, science, education, sport, religion or charity;
- The company's memorandum and articles require any profits to be applied to promoting its objects and prohibit it from making a distribution to its members .

For further details on exemptions for charities please see section 22 of the legislation.

The purpose of this guidance note is to provide information on certain issues that should be considered with regard to choosing a company name.

It is not intended to be definitive legal advice and should not be relied upon as such.

The interpretation of the Companies (Guernsey) Law, 2008 is a matter on which the Guernsey Registry cannot advise and companies need to form their own view on compliance with the legislation.

Independent legal advice is advised where there is any uncertainty.