

Registered Office Ineffective - guidance

Companies registered in Guernsey must comply with the requirements of the Companies (Guernsey) Law, 2008.

The purpose of this guidance note is to provide information for Corporate Service Providers where a registered office they provide becomes ineffective.

A Corporate Service Provider (CSP) which provides a registered office for a Guernsey registered company may give notice stating that a registered office address which it provides is no longer effective.

Under section 32(1) a notice should be sent to the following:

- The Registrar.
- Each director at his service address and his usual residential address (if different).

The notice must state the following:

- The company's name and registered number.
- That the address of the registered office is no longer effective.
- That the company may be struck off in accordance with Part XX of the Companies (Guernsey) Law, 2008 if it does not provide a new address for its registered office.

Please see the guidance note on how to make this submission using the online service portal : <http://www.guernseyregistry.com/CHttpHandler.ashx?id=2112&p=0>

In addition to the notice sent to the directors of the company, the Registrar would also expect that the CSP advise the beneficial owner of the company that the registered address is ineffective. *This is particularly important where the directors of the company are Corporate Directors.*

The Registrar would also expect the CSP to advise the Income Tax department of the status of the company.

The notice should also be accompanied by a declaration of compliance which should be signed by a CSP stating that all the requirements of the Law in respect of a notice under Section 32 have been fulfilled.

What happens once the ineffective registered office notice has been received ?

Once the notification has been received from the CSP the status of the Company will change on the register from 'Normal' to 'Registered Office Not Effective'.

It should be noted that even though the status of the company changes, the registered office address will remain the same either until a new registered office is provided or the company is struck off the register.

On a monthly basis, the Registrar will compile a list of those companies that have filed an ineffective registered office submission and will list those companies for strike off.

The companies will be struck off the register after a period of 2 months unless an alternative registered office address is provided or cause is shown to prevent the company being struck off.

If a company is struck off, its status will be changed to dissolved.

This guidance note 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.

Last updated: April 2016
