

GOVERNMENT OF FIJI GAZETTE SUPPLEMENT

No. 14

FRIDAY, 24th MAY

2019

[LEGAL NOTICE NO. 27]

COMPANIES ACT 2015

Companies (Amendment) Regulations 2019

In exercise of the powers conferred on me by section 713 of the Companies Act 2015, I hereby make these Regulations—

Short title and commencement

1.—(1) These Regulations may be cited as the Companies (Amendment) Regulations 2019.

(2) These Regulations come into force on the date of publication in the Gazette.

(3) In these Regulations, the Companies Regulations 2015 is referred to as the “Principal Regulations”.

Regulation 2 amended

2. Regulation 2 of the Principal Regulations is amended by deleting subregulation (1) and substituting the following—

“(1) In these Regulations, unless the context otherwise requires—

“Act” means the Companies Act 2015; and

“lodge” includes to electronically lodge.”.

Regulation 3 amended

3. Regulation 3(2)(a) of the Principal Regulations is amended after “prescribed form” by inserting “subject to subregulation (1)”.

Regulation 4 amended

4. Regulation 4 of the Principal Regulations is amended by—

(a) renumbering regulation 4 as regulation 4(1); and

(b) after subregulation (1), inserting the following new subregulation—

“(2) If the prescribed registration fee is paid after the end of the period during which the prescribed registration fee is required to be paid under the Act, a late payment fee must be paid upon payment of the prescribed registration fee with the Registrar as specified in Schedule 4A.”.

Schedule 1 amended

5. Schedule 1 to the Principal Regulations is amended in the table by deleting item 14 and substituting the following—

<i>Item</i>	<i>Provision</i>	<i>Prescribed form No.</i>	<i>Prescribed form name</i>	<i>Lodgement fee</i>	
"14"	Section 39 — Registration of changes (business name)	A14	Change to details of business name owner	Parts A, B, C and E	Nil
	Section 40 — Persons in default bringing action must be ordered by the court to register (business name)			Part D	Individual — \$10
					Small private company — \$10
				Other company or firm — \$100"	

Schedule 2 amended

6. Schedule 2 to the Principal Regulations is amended by—

- (a) in Form A2 in Part H, deleting "Company name" wherever it appears and substituting the following—
"Entity name
Type of entity";
- (b) in Form A7 before "with company number", inserting "registered on (date)";
- (c) in Form A11—
- (i) in Parts A2 and C4, deleting "Company name" wherever it appears and substituting the following—
"Entity name
Type of entity"; and
- (ii) after " Director" wherever it appears, inserting " Alternate Director";
- (d) in Form A12 in Part C in the table, deleting the second column;

(e) in Form A14, deleting Parts C and D and substituting the following—

“C. Business name holder change

When the business name holder has changed its name.

Individual

Previous name

Surname

First name(s)

New name

Surname

First name(s)

OR

Entity

Previous name

Entity name

Type of entity

Company number (if incorporated in Fiji)

Country of incorporation (if not Fiji)

New name

Entity name

Type of entity

Company number (if incorporated in Fiji)

Country of incorporation (if not Fiji)

OR

Firm

Previous name

First names and surname of every individual who is, and the corporate name of every corporation which is, a partner in the firm	The nationality of every individual who is, or country of incorporation of every corporation which is, a partner in the firm	Date of change and comments regarding change

New name

First names and surname of every individual who is, and the corporate name of every corporation which is, a partner in the firm	The nationality of every individual who is, or country of incorporation of every corporation which is, a partner in the firm	Date of change and comments regarding change

Date of change / /

D. Details after change of business name holder

When the organisation that is the business name holder changes by way of transfer of a business name, provide details of the new holder.

Individual

Surname

First name(s)

Signature

Date signed / /

OR

Company

Company name

Company number (if incorporated in Fiji)

Country of incorporation (if not Fiji)

Name

Capacity

Director

Company secretary

Signature

Date signed / /

OR

Firm

First names and surname of every individual who is, and the corporate name of every corporation which is, a partner in the firm	The nationality of every individual who is, or country of incorporation of every corporation which is, a partner in the firm	Date of change and comments regarding change

Name

Signature

Date signed / /

Name

Signature

Date signed / /

Name

Signature

Date signed / /"; and

(f) in Form A17—

(i) in Part B after “Place of incorporation/origin”, inserting the following—

“The liability of the members of the foreign company is:

Limited by shares

Limited by shares and guarantee

Limited by guarantee

Unlimited liability”; and

(ii) in Part C, deleting “C. Details of the foreign company” and substituting the following—

“C. Details of the foreign company in Fiji

Date of commencement of business in Fiji / /”.

Schedule 3 amended

7. Schedule 3 to the Principal Regulations is amended by deleting the table and substituting the following—

<i>“Item</i>	<i>Entity</i>	<i>Fee (VEP)</i>
1.	Small private company	Lodged within one month* — \$5 Lodged within 3 months* — \$10 Lodged within 6 months* — \$25 Lodged after 6 months* — \$50
2.	Foreign company	Lodged within one month* — \$100 Lodged within 3 months* — \$200 Lodged within 6 months* — \$500 Lodged after 6 months* — \$1,000
3.	Listed company or managed investment scheme	Lodged within one month* — \$100 Lodged within 3 months* — \$200 Lodged within 6 months* — \$500 Lodged after 6 months* — \$1,000
4.	Other company, scheme or person not listed in items 1 to 3	Lodged within one month* — \$50 Lodged within 3 months* — \$100 Lodged within 6 months* — \$250 Lodged after 6 months* — \$500”

New Schedule 4A inserted

8. The Principal Regulations are amended after Schedule 4 by inserting the following new Schedule—

“SCHEDULE 4A
(Regulation 4(2))

LATE REGISTRATION FEE

<i>Item</i>	<i>Entity</i>	<i>Fee (VEP)</i>
1.	Small private company	Lodged within one month* — \$5 Lodged within 3 months* — \$10 Lodged within 6 months* — \$25 Lodged after 6 months* — \$50
2.	Foreign company	Lodged within one month* — \$100 Lodged within 3 months* — \$200 Lodged within 6 months* — \$500 Lodged after 6 months* — \$1,000
3.	Listed company or managed investment scheme	Lodged within one month* — \$100 Lodged within 3 months* — \$200 Lodged within 6 months* — \$500 Lodged after 6 months* — \$1,000
4.	Other company, scheme or person not listed in items 1 to 3	Lodged within one month* — \$50 Lodged within 3 months* — \$100 Lodged within 6 months* — \$250 Lodged after 6 months* — \$500

*Lodgement after due date.”.

Made this 23rd day of May 2019.

A. SAYED-KHAIYUM
Attorney-General and Minister responsible for justice