

# ORDER IN COUNCIL

**XII  
2001**

ratifying a Projet de Loi

ENTITLED

## **The States Trading Companies (Bailiwick of Guernsey) Law, 2001**

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(Registered on the Records of the Island of Guernsey  
on the 7th August, 2001.)

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2001

# ORDER IN COUNCIL



IN THE ROYAL COURT OF THE ISLAND OF GUERNSEY

*The 7th day of August, 2001 before de Vic Graham Carey, Esquire, Bailiff; present:— David Charles Lowe, Esquire, Mrs. Eileen May Glass, Laurence Lenfestey Guille, Derek Martin Le Page, Stephen Edward Francis Le Poidevin, Alan Cecil Bisson, David Michael Jory, Keith Bichard, OBE, Esquires, The Reverend Peter Gerald Lane, Michael John Wilson, and Michael Henry De La Mare, and Michael John Tanguy, Esquires, Jurats.*

The Bailiff having this day placed before the Court an Order of Her Majesty in Council dated the 18th day of July, 2001, approving and ratifying a *Projet de Loi* entitled “The States Trading Companies (Bailiwick of Guernsey) Law, 2001”, THE COURT, after the reading of the said Order in Council and after having heard Her Majesty’s Procureur thereon, ORDERED:—

1. That the said Order in Council be registered on the records of this Island; and
2. That an extract of this present Act, together with a copy of the said Order in Council, be sent by Her Majesty’s Greffier to the Clerk of the Court of Alderney and to the SÉNÉSCHAL of Sark for registration on the records of those Islands respectively, of which Order in Council the tenor followeth:—

# At the Court at Buckingham Palace

The 18th day of July, 2001

PRESENT,

## The Queen's Most Excellent Majesty in Council

WHEREAS, there was this day read at the Board a Report from the Right Honourable the Lords of the Committee of Council for the Affairs of Guernsey and Jersey dated the 10th day of July 2001 in the words following, viz:—

“YOUR MAJESTY having been pleased, by Your General Order of Reference of the 22nd day of February 1952, to refer unto this Committee the humble Petition of the States of the Island of Guernsey setting forth:—

1. That, in pursuance of their Resolution of the 16th day of March, 2000, the States of Deliberation at a meeting held on the 31st day of January, 2001 approved a Bill or “Projet de Loi” entitled “The States Trading Companies (Bailiwick of Guernsey) Law, 2001”, and requested the Bailiff to present a most humble Petition to Your Majesty in Council praying for Your Royal Sanction thereto. 2. That the States of the Island of Alderney at a meeting held on the 18th day of April, 2001, considered the said Bill or “Projet de Loi” when a resolution was passed agreeing to the application of the same to Alderney. 3. That the Chief Pleas of the Island of Sark at a meeting held on the 18th day of April, 2001, considered the said Bill or “Projet de Loi” when a resolution was passed agreeing to the application of the same to Sark. 4. That the said Bill or “Projet de Loi” is as set forth in the Schedule hereunto annexed. And most humbly praying that Your Majesty might be graciously pleased to grant Your Royal Sanction to the Bill or “Projet de Loi” of the States of Guernsey entitled “The States Trading Companies (Bailiwick of Guernsey) Law, 2001”, and to order that the same shall have force of law in the Bailiwick of Guernsey.”



“THE LORDS OF THE COMMITTEE, in obedience to Your Majesty’s said Order of Reference, have taken the said Petition and the said Projet de Loi into consideration and do this day agree humbly to report, as their opinion, to Your Majesty, that it may be advisable for Your Majesty to comply with the prayer of the said Petition and to approve of and ratify the said Projet de Loi.”

HER MAJESTY, having taken the said Report into consideration, is pleased, by and with the advice of Her Privy Council, to approve of and ratify the said Projet de Loi, and to order, and it is hereby ordered, that the same shall have the force of law within the Bailiwick of Guernsey.

AND HER MAJESTY doth hereby further direct that this Order, and the said Projet de Loi (a copy whereof is hereunto annexed), be entered upon the Register of the Island of Guernsey and observed accordingly.

AND the Lieutenant Governor and Commander-in-Chief of the Island of Guernsey, the Bailiff and Jurats, and all other Her Majesty’s Officers for the time being in the said Island, and all other persons whom it may concern, are to take notice and govern themselves accordingly.

*A. K. Galloway*

# PROJET DE LOI

ENTITLED

## **The States Trading Companies (Bailiwick of Guernsey) Law, 2001**

**THE STATES**, in pursuance of their resolution of the 16<sup>th</sup> day of March, 2000<sup>a</sup>, have approved the following provisions which, subject to the Sanction of Her Most Excellent Majesty in Council, shall have force of law in the Bailiwick of Guernsey.

### **Designation of States trading companies.**

1. The States may by Ordinance provide that any company designated in the Ordinance shall be a States trading company for the purposes of this Law.

### **Governance of States trading companies.**

2. The States may by Ordinance make such provision as they think fit in relation to the corporate governance of a States trading company.

### **Application of Companies Law to States trading companies.**

3. The provisions of the Companies (Guernsey) Law, 1994<sup>b</sup> and of any Ordinance made under the Companies (Enabling Provisions) (Guernsey) Law, 1996<sup>c</sup> shall have effect in relation to a States trading company subject to such exceptions, adaptations and modifications as the States may prescribe by Ordinance.

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<sup>a</sup> Article III of Billet d'État No. VIII of 2000.

<sup>b</sup> Order in Council No. XXXIII of 1994; amended by No. XIV of 1996.

<sup>c</sup> Order in Council No. XII of 1996.

**Transfer of undertaking to States trading companies.**

4. (1) The States may by Ordinance make such provision as they think fit in relation to the transfer to and vesting in a States trading company of the undertaking of the States or any part thereof.

(2) An Ordinance under subsection (1) may provide that any tax that would otherwise be payable on the transfer to and vesting in a States trading company of the undertaking of the States or any part thereof shall not be payable.

**Interpretation.**

5. (1) In this Law, unless the context requires otherwise-

"**company**" means a body corporate the memorandum and articles of which are registered in the Register of Companies incorporated with Limited Liability kept by the Greffier pursuant to the Companies (Guernsey) Law, 1994;

"**corporate governance**" of a States trading company includes matters relating to -

- (a) the share capital, directorships, membership, officers, accounts and audit of the company; and
- (b) the voting, meetings, powers and duties of the directors and members of the company;

"**liability**" includes a duty and an obligation of any description (whether present or future, actual, contingent or prospective);

"**property**" means property and assets of every description and includes property and assets held on trust or in a fiduciary capacity and securities, rights, benefits and powers of every description;

"**States**" means the States of Guernsey;

"**States trading company**" means a company designated by Ordinance under section 1;

"**tax**" includes any tax, fee, duty or impôt (including any amount payable by way of, or in substitution for, a congé fee or treizième);

"**undertaking of the States**" means the business, property and liabilities of the States, and includes any trade or business of, and any department or operation conducted by, the States.

(2) The Interpretation (Guernsey) Law, 1948<sup>d</sup> shall apply to the interpretation of this Law.

(3) Any reference in this Law to an enactment is a reference thereto as amended, re-enacted (with or without modification), extended or applied.

**General provisions as to subordinate legislation.**

6. (1) An Ordinance under this Law-

(a) may be amended or repealed by a subsequent Ordinance hereunder;

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<sup>d</sup> Ordres en Conseil Vol. XIII, p. 355.

- (b) may contain such transitional, consequential, incidental and supplementary provision as the States think fit, including (without limitation) provision amending any Law and provision as to the transfer of statutory functions.

(2) Any power conferred by this Law to make an Ordinance may be exercised -

- (a) in relation to all cases to which the power extends, or in relation to all those cases subject to specified exceptions, or in relation to any specified cases or classes of cases;

- (b) so as to make, as respects the cases in relation to which it is exercised -

- (i) the full provision to which the power extends, or any lesser provision (whether by way of exception or otherwise);

- (ii) the same provision for all cases, or different provision for different cases or classes of cases, or different provision for the same case or class of case for different purposes;

- (iii) any such provision either unconditionally or subject to any prescribed conditions.



**Citation.**

7. This Law may be cited as the States Trading Companies (Bailiwick of Guernsey) Law, 2001.

**Commencement.**

8. This Law shall come into force on the day appointed by Ordinance of the States; and different days may be appointed for different provisions<sup>e</sup>.

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<sup>e</sup> In force 1<sup>st</sup> October, 2001 (Ordinance XXI!, 2001).