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Collas Crill explains... Voluntary striking-off of a Guernsey company

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This is part of a series of guides in which we examine areas of Guernsey law that frequently arise in practice. Further guides will be released weekly; click here to subscribe to receive these by email.

This guide looks at the key things you need to know about voluntarily striking off a Guernsey company.

Why would you voluntarily strike off a company?

Section 357 to 365 of the **Law** was introduced to allow company directors to remove unwanted companies and for the companies to be properly removed from the **Register**.

Directors may remove from the **Register** companies that have not traded or carried on business for at least three months, without requiring a liquidator.

Application process

An application to the **Registrar** for voluntary strike-off can only be made by the board of directors of a company. Before the application can be made, the directors have to ensure they have complied with all requirements of the **Law**.

The application must be accompanied by a declaration of compliance pursuant to Section 365 of the **Law**. This declaration is signed by a director on behalf the company and confirms that within the three months prior to the application the company has not:

- changed its name;
- traded or carried on business;
- disposed of property or rights, or engaged in any other activity except those necessary for concluding the affairs of the company; and
- has no outstanding liabilities, and is not prevented from making an application for voluntary strike off by reason of any of the circumstances contained in Section 359 of the **Law**.

The application is made via the **Registry** online services portal and there is no charge for making the submission. Guidance on using the **Registry** online services portal can be found here.

Within seven days after the date of the application, a copy of that application must be given to any person who on that day is:

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- a member of the company;
- an employee of the company;
- a creditor of the company;
- a director of the company; or
- a manager or trustee of any pension fund established for the benefit of the employees of the company.

On receipt of the application the **Registrar** will publish a notice on the **Registry** website for a period of two months. Once the two-month period has expired, subject to there being no objections to the application, the company will be struck from the **Register** and its status changed to dissolved. The Revenue Service, Social Security or another third party can request that a company is retained on the **Register** if certain matters have not concluded.

There is no certificate of discontinuance or notification of strike-off issued to the company.

Terms used

Law – the Companies (Guernsey) Law 2008

Register – the register of companies in Guernsey maintained by the Registrar

Registry – the Guernsey Registry

Registrar – the registrar for companies, foundations, LLPs and intellectual property at the Guernsey Registry

About Collas Crill

We are a leading offshore law firm. We are easy to do business with and give practical advice to overcome tough challenges. Through our network of offices, we practise British Virgin Islands, Cayman Islands, Guernsey and Jersey law.

About this guide

This guide gives a general overview of this topic. It is not legal advice and you may not rely on it. If you would like legal advice on this topic, please get in touch with one of the authors or your usual Collas Crill contacts.

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