

COMPANIES REGULATIONS (APPLICATIONS FOR STRIKING-OFF, REGISTER ANNOTATIONS AND RECTIFICATIONS) RULES 2015

The Registrar, in exercise of the powers conferred by the Companies Regulations 2015, hereby makes the following Rules:-

1. Commencement, citation and interpretation

- (1) These Rules may be cited as the Companies Regulations (Applications for Striking-off, Register Annotations and Rectifications) Rules 2015.
- (2) These Rules shall come into force on the date of their publication.
- (3) In these Rules, the “Companies Regulations” means the Companies Regulations 2015.
- (4) Defined terms used in these Rules and their meanings are contained in Schedule 1.
- (5) Unless the context otherwise requires-
 - (a) references to sections are to sections of the Companies Regulations;
 - (b) a reference to a “Rule” or “Rules” is a reference to these rules and a reference to a numbered rule, Part or Schedule is to the rule, Part or Schedule;
 - (c) words in the singular include the plural and vice versa and a reference to a gender includes a reference to all genders.
- (6) Material or information referred to in these Rules as being specified, prescribed or described as accessible or available on or through the website is included in and forms part of these Rules.

2. Voluntary striking off: contents of an application

- (1) An application under section 867 of the Companies Regulations (application for voluntary striking off) must be made through submission of the prescribed form and contain a declaration that neither section 868 nor section 869 of the Companies Regulations prevents the application from being made.
- (2) The declaration must be made by the directors who are making the application on behalf of the company.

3. Annotation of the register

Where it appears to the Registrar that material on the register is misleading or confusing, the Registrar may place a note in the register containing such information as appears to the Registrar to be necessary to remedy, as far as possible, the misleading or confusing nature of the material.

4. Rectification of the register on application

- (1) On application under this rule (but not if there is a valid objection to the application), the Registrar shall remove from the register any relevant material that-
 - (a) derives from anything invalid or ineffective or that was done without the authority of the company to which the material relates, or
 - (b) is factually inaccurate, or is derived from something that is factually inaccurate or forged.
- (2) An application to the Registrar for the removal from the register of material that was included in a prescribed form required under section 75 of the Companies Regulations (change of address of registered office), or of material that is derived from material that was included in such a form, may be made only by the company to which the material relates.
- (3) An application to the Registrar for the removal from the register of relevant material other than material referred to in paragraph (2) may be made by (and only by)-
 - (a) the person by whom the relevant company form was delivered to the Registrar;
 - (b) the company to which the material relates; or
 - (c) any other person to whom the material relates.

5. Applications to rectify: further requirements, objections and notices to be issued by the Registrar

- (1) An application to the Registrar under rule 4 must, in addition to satisfying the requirements of section 970(3) of the Companies Regulations-
 - (a) state the applicant's name and address;
 - (b) where the application is an application referred to in rule 4(2), confirm that the applicant is the company to which the relevant material in the application relates;
 - (c) in any other case, state whether the applicant is a person mentioned in rule 4(3)(a), a person mentioned in rule 4(3)(b) or a person mentioned in rule 4(3)(c); and
 - (d) state whether the relevant material which is the subject of the application-
 - (i) derives from anything invalid or ineffective;

- (ii) derives from anything that was done without the authority of the company to which the material relates;
 - (iii) is factually inaccurate or is derived from something that is factually inaccurate; or
 - (iv) is derived from something that is forged.
- (2) Where the application is an application referred to in rule 4(2), the Registrar must give notice of the application to-
 - (a) the person who delivered the standard form mentioned in that rule to the Registrar (but only if the Registrar knows the identity and name and address of that person);
 - (b) every person who (to the Registrar's knowledge) was a director or secretary of the company at the time when the application was delivered to the Registrar; and
 - (c) the company at the address of its registered office.
- (3) Where the material which is the subject of the application is not an application referred to in rule 4(2), the Registrar must give notice of the application to-
 - (a) every person mentioned in rule 4(3) whose identity and name and address the Registrar knows (other than the applicant); and
 - (b) every person who (to the Registrar's knowledge) was a director or secretary of the company at the time when the application was delivered to the Registrar.
- (4) The notice given by the Registrar under paragraph (2) or (3) shall-
 - (a) state the name and registered number of the company to which the material relates;
 - (b) specify what is to be removed from the register and indicate where on the register it is;
 - (c) state the information provided to the Registrar under paragraph (1)(d);
 - (d) state the date on which the notice is issued;
 - (e) give particulars of the recipient's right to object to the application and the requirements applying to that right under paragraphs (6) and (7);
 - (f) explain the effect of paragraph (9); and

- (g) explain the effect of rule 4(1) and of section 972(4) of the Companies Regulations.
- (5) An objection to an application under rule 4 may be made to the Registrar by any person.
 - (6) An objection must be made by giving notice in writing to the Registrar, and the notice must state the name and address of the person making the objection and identify the application to which the objection relates.
 - (7) A person to whom notice of an application was given under paragraph (2) or (3) and who wishes to object to the application must do so before the end of the period of 28 days beginning with the date on which that notice was issued (as stated in the notice).
 - (8) The Registrar must not take account of an objection made by any other person after the end of the period of 28 days beginning with the date on which the notices under paragraph (2) or (3) were issued.
 - (9) If a valid objection is made to the application, the Registrar must reject the application.
 - (10) When a valid objection is made, the Registrar must also-
 - (a) send an acknowledgment of receipt to the person who made the objection;
 - (b) notify the applicant of the fact that an objection has been made; and
 - (c) notify every other person to whom the Registrar gave notice under paragraph (2) or (3) (but not the person who made the objection or any other person who has made an objection).
 - (11) If no valid objection is made, the Registrar shall-
 - (a) rectify the register as per the application; and
 - (b) notify the applicant of that fact.

SCHEDULE 1
DEFINITIONS AND GENERAL INTERPRETATION

“company” has the meaning given to it in the Companies Regulations;

“prescribed form” means a document in the form prescribed as listed on the website of the Registrar at the following address www.adgm.com;

“required” means required by rules made by the Registrar under section 989 of the Companies Regulations;

“relevant company form” means-

- (a) a standard form required for giving notice under section 75 (change of address of registered office), section 157 (changes relating to directors) or section 293 (changes relating to secretaries) of the Companies Regulations, or
- (b) so much of a standard form required for delivering an application under section 9 of the Companies Regulations (application for registration of a company) as is required for the statement of a company’s proposed officers referred to in section 6(3)(c);

“relevant material” means material on the register that was included in, or is derived from material that was included in, a relevant company form delivered to the Registrar by any person; and

“valid objection” means-

- (a) an objection made in accordance with rule 5(6) and (7) by a person to whom notice of the application was given under rule 5(2) or (3), or
- (b) an objection made in accordance with rule 5(6) by any other person which is not an objection that the Registrar is prevented from taking into account under rule 5(8).