



ANGUILLA

A BILL FOR
BUSINESS COMPANIES (AMENDMENT) ACT, 2026

Published by Authority

BUSINESS COMPANIES (AMENDMENT) ACT, 2026

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I Assent

Julia Crouch, OBE
Governor

Date

ANGUILLA

NO. /2026

A BILL FOR

BUSINESS COMPANIES (AMENDMENT) ACT, 2026

[Gazette Dated: , 2026] [Commencement: Assent under section 57 of the Constitution]

An Act to provide for the replacement of criminal offences with civil penalties for certain breaches under the Business Companies Act and for related matters.

ENACTED by the Legislature of Anguilla

Interpretation

1. In this Act, “principal” Act means the Business Companies Act.

Amendment to section 39

2. Section 39 of the principal Act is amended by deleting subsection (2) and substituting the following—

“(2) Where—

- (a) a company fails to comply with subsection (1) the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$1,000;
- (b) a company fails to comply with subsection (1), any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$1,000.”.

Amendment to section 41

3. Section 41 of the principal Act is amended by deleting subsection (5) and substituting the following—

“(5) Where—

- (a) a company fails to comply with subsection (1), the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$5,000;
- (b) a company fails to comply with subsection (1), any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$1,000.”.

Amendment to section 86

4. Section 86 of the principal Act is amended by deleting subsection (4) and substituting the following—

“(4) Where the company fails to comply with subsections (1), (2) or (3), the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$10,000.”.

Amendment to section 87

5. Section 87 of the principal Act is amended by deleting subsection (8) and substituting the following—

“(8) Where the company fails to comply with this section, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$10,000.”.

Amendment to section 88

6. Section 88 of the principal Act is amended by deleting subsection (8) and substituting the following—

“(8) Where—

- (a) a company fails to comply with this section, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$10,000;
- (b) a company fails to comply with this section, any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$5,000.”.

Amendment to section 93

7. Section 93 of the principal Act is repealed and replaced with the following—

“Offence for failure to keep proper books and records

93. Where—

- (a) a company fails to comply with section 92, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$10,000;

- (b) a company fails to comply with section 92, any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$5,000.”.

Amendment to section 107

8. Section 107 of the principal Act is amended by inserting the following new subsection after subsection (3)—

“(3a) Where the company fails to comply with this section, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$5,000.”.

Amendment to section 145

9. Section 145 of the principal Act is amended in subsection (2) by deleting the phrase “\$5,000” and substituting the phrase “\$10,000”.

Amendment to section 182

10. Section 182 of the principal Act is amended by deleting subsection (3) and substituting the following—

“(3) Where the company fails to comply with this section, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$5,000.”.

Amendment to section 216

11. Section 216 of the principal Act is amended in subsection (3) by deleting the phrase “\$10,000” and substituting the phrase “\$50,000”.

Amendment to section 218

12. Section 218 of the principal Act is amended by deleting subsection (4) and substituting the following—

(4) Where—

- (a) a company fails to comply with this section the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$5,000;
- (b) a company fails to comply with this section, any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$5,000.”.

Amendment to section 284

13. Section 284 of the principal Act is amended by deleting subsection (3) and substituting the following—

“(3) Where—

- (a) a company fails to comply with this section, the Registrar shall order that company to pay to the Registrar a civil penalty of up to \$1,000;

- (b) a company fails to comply with this section, any officer who knowingly authorised, permitted, or acquiesced in the failure commits a contravention and the Registrar may order that officer to pay a civil penalty of up to \$1,000.”.

Citation

- 14.** This Act may be cited as the Business Companies (Amendment) Act, 2026.

Tara Carter
Speaker

Passed by the House of Assembly this day of 2026.

Lenox J. Proctor
Clerk of the House of Assembly

OBJECTS AND REASONS

(The objects and reasons do not form part of the Bill)

This Bill amends the Business Companies Act to replace criminal offences for certain breaches under the Act with civil penalties. The penalty amounts imposed under this amendment reflect the seriousness of the relevant contraventions and the importance of preserving the accuracy, reliability and integrity of the corporate register and related statutory records. These amendments support good corporate administration, promote timely compliance by companies and persons responsible for compliance under the Act, and enhance the Registrar's ability to secure observance of statutory requirements in a manner that is fair, proportionate and consistent with modern regulatory practice.