

TABLE A: THE CORPORATE LAWS

The Registrar Statutory functions	<u>Administering the [relevant] Corporate Law</u>
	1. For each Corporate Law the Registrar would have a statutory responsibility for administering that Act, and do so: a) in a manner that promotes the reputation of the Island as an international financial centre, b) in a way best calculated to identify, assess, mitigate and manage any risks to that reputation, c) in the context of risk, to have regard to preventing, detecting, investigating and prosecuting crime (particularly money laundering, terrorist financing and proliferation financing).
	<u>Maintaining a public register</u> The Registry is proposing, under each Corporate Law, that the Registrar must, in administering the [relevant] Act: a) keep and maintain a Register of (for example, Limited Partnerships); b) specify, in the Act, what information is to be on that part of the Register that is available for public inspection (for example, the certificate of registration); and c) to specify what information is to be on that part of the Register that is not open to the public (for example, a director's residential address where s/he has elected for a service address to be specified)
	<u>Overseeing compliance with the [relevant] Law</u> The Registry is proposing to insert into each Corporate Law a duty of the Registrar to oversee and assess a person's compliance: a) in respect of obligations owed to the Registrar (i.e. the timely filing of information to Companies Registry), b) in maintaining statutory records at the required office address, in the Isle of Man.

The Registrar:
Statutory powers

Co-operating with IOM Regulatory and Enforcement Bodies

1. Primarily for the purpose of improving inter-agency co-operation in combatting financial criminal activity, the Registry is proposing the insertion of a statutory power for the Registrar to co-operate and liaise with Isle of Man regulatory and enforcement agencies.

Co-operating with foreign competent authorities

2. Similarly, to help ensure the Island's ability to constructively and effectively co-operate with foreign competent authorities (regarding basic and beneficial ownership information) the Registry is proposing an update to each Corporate Law.
3. The proposal: to put on a statutory footing that the Registrar may co-operate with a foreign competent authority for certain purposes. These are:
 - a) to enable the Registrar in the better performance of his functions (under the [relevant] Act),
 - b) to help facilitate the exercise by the foreign authority of their regulatory AML/ CFT functions,
 - c) where it relates to criminal investigations or proceedings,
 - d) preventing, investigating or prosecuting crimes,
 - e) facilitating, including controlling, the forfeiture of property and funds,

Safeguards:

- a) This proposal would not act so as to authorise the disclosure of information that would contravene data protection legislation,
- b) Secondly, where information is disclosed to a foreign counterpart it may only be used for the purpose for which it was disclosed, and any further disclosure would not be permitted (except with the Registrar's consent).

Rectification of the Register

Akin to the power of the Registrar under s.25(2)(b) of BOA17, it is proposed that, across each of the Corporate Laws, to allow the Registrar to remove, correct, or annotate any document on the register considered to be false, inaccurate or misleading (but give notice to the legal entity).

Information gathering

To standardise across the Corporate Laws the Registrar's information/documentation gathering powers. The Registry is proposing that the Registrar has the vires to do so for the following purposes:

- a) in discharging its duty, in the administration of the [relevant] Act, to identify, assess, mitigate and manage any risks to the Island's reputation as an international financial centre;
- b) to verify the accuracy of information filed or otherwise provided to the Registrar,
- c) to oversee and assess a person's compliance with the Act.

Secondary legislation making power

The Registry is proposing to insert into each Corporate Law a provision permitting the amendment of each Act by secondary legislation for the purpose of implementing FATF/ MONEYVAL international obligations, recommendations or standards (akin to section 76B of the Anti-Terrorism and Crime Act 2003).

The Courts:

Powers

To require rectification of a default

1. Currently, under s.26 of the *Companies Act 1992*, where a person is in default in relation to any provision of the *Companies Act 1931* or the *Companies Act 2006*, the Court, on application by DfE, the FSA or anyone else affected by the default, to order rectification of the default.
2. The Registry is proposing to insert a like provision into each of the other Corporate Laws and the BOA17.

Overview

**Basic information
held by the Registry:**

Overview

- A. Generally, the Registry is proposing to standardise the minimum requirements in respect of basic information held (by the Registry) on each type of legal entity that can be incorporated (etc.) in the IOM, being:
- i. Entity name (including any previous names),
 - ii. Trading name (including any previous names),
 - iii. Status of the Entity,
 - iv. Entity number,
 - v. Date of formation,
 - vi. Evidence of formation,
 - vii. Registered office address in the Island,
 - viii. Constitutional documents (but excluding commercially sensitive information),
 - ix. The basic information held in respect of those managing the entity (please see the row directly below),
 - x. The basic information held in respect of the legal owners of the entity (please see subsequent tables),
 - xi. The business activities of the entity and the geographic location of those activities.

End