

16-12-14

TRINIDAD AND TOBAGO.

*Companies.*

No. 31.—1914.

*30th October.*

AN ORDINANCE to amend the Companies Ordinance,  
1913.



[L.S.]

GEORGE R. LE HUNTE,

GOVERNOR.

*11th November, 1914.*

**B**E it enacted by the Governor of Trinidad and Tobago with the advice and consent of the Legislative Council thereof as follows:—

1.—(a). This Ordinance may be cited as the Companies Short Title and Interpretation.  
(Amendment) Ordinance, 1914.

(b.) In this Ordinance, "Principal Ordinance" means the Companies Ordinance, 1913.

2. Sections 5, 6 and 7 of the Principal Ordinance are Amendment of ss. 5, 6 and 7 of Ord. 31 of 1913.  
amended by striking out paragraph (ii) of Sub-section (1) in each section and inserting in lieu thereof in each case the words following:—

(ii.) The part of the Colony, whether Trinidad or Tobago, in which the registered office of the Company is to be situate.



Amendment of  
s. 13 of Ord.  
31—1913.

3. Section 13 of the Principal Ordinance is amended by inserting after "shares" in the first line the words "and registered after the commencement of this Ordinance."

Amendment  
as to private  
companies.

4.—(1.) Where the articles of a Company include the provisions which, by Section 120 of the Principal Ordinance, as amended by this Ordinance, are required to be included therein in order to constitute the company a private company for the purposes of that Ordinance, and default is made in complying with any of those provisions, the company shall cease to be entitled to the privileges and exemptions conferred on private companies under the provisions of Sections 27 (3), 113, 114 and paragraph (iv) of Section 128 of that Ordinance, and thereupon the said provisions shall apply to the company as if it were not a private company :

Provided that the Court, on being satisfied that the failure to comply with the conditions was accidental or due to inadvertence or to some other sufficient cause, or that on other grounds it is just and equitable to grant relief, may on the application of the company or any other person interested and on such terms and conditions as seem to the Court just and expedient, order that the company be relieved from such consequences as aforesaid.

(2.) In Sub-section (1) of the said Section 120 of the Principal Ordinance, for paragraph (b.) the following paragraph shall be substituted:—

(b.) Limits the number of its members (exclusive of persons who are in the employment of the company and of persons who having been formerly in the employment of the company, were while in such employment and have continued after the determination of such employment to be members of the company) to fifty ; and

(3.) Every private company shall send with the annual list of members and summary required to be sent under Section 27 of the Principal Ordinance a certificate signed by a director or the secretary that the company has not, since the date of the last return, or in the case of a first return, since the date of the incorporation of the company, issued any invitation to the public to subscribe for any

shares or debentures of the company; and where the list of members discloses the fact that the number of members of the company exceeds fifty, also a certificate so signed that such excess consists wholly of persons who under Section 120 of that Ordinance as amended by this section, are to be excluded in reckoning the number of fifty.

5. Paragraph (iii.) (a.) and (b.) of Section 220 of the Principal Ordinance is amended by striking out the words "registered office" wherever they occur and substituting therefor the words "principal place of business." Amendment of s. 220 of Ord. 31—1913.

6. Section 226 (7) of the Principal Ordinance is amended by striking out the word "documents" in line 2 and inserting in lieu thereof the word "document." Amendment of s. 226 of Ord. 31—1913.

7. The following shall be added as Section 226a of the Principal Ordinance:— Power of certain Companies to hold land.

226a. A Company incorporated outside the Colony shall not, unless it has filed with the Registrar the documents and particulars specified in paragraphs (a) (b) and (c) of Sub-section 1 of the last preceding section, have power to hold lands in the Colony.

8. A Company incorporated outside the Colony which at the commencement of this Ordinance has not filed the documents and particulars specified in paragraphs (a) (b) and (c) of Sub-section 1 of Section 226 of the Principal Ordinance shall have two months from the date of the commencement of this Ordinance to comply with such requirements. Extension of period of registration under Principal Ordinance.

9. Article 100 of Table A of the first Schedule of the Principal Ordinance is amended by striking out the word "one" where it first occurs in the second line, and Article 11 of Form B of the third Schedule is amended by inserting the words "and all that is transacted at an ordinary meeting" after the word "meeting" in the second line thereof. Amendment of Schedules I and III.

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Passed in Council this Thirtieth day of October,  
in the year of Our Lord one thousand nine hundred and  
fourteen.

HARRY L. KNAGGS,  
*Clerk of the Council.*

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