

STATES OF JERSEY



Jersey

DRAFT FINANCIAL SERVICES (DISCLOSURE AND PROVISION OF INFORMATION) (JERSEY) LAW 202-

**Lodged au Greffe on 2nd June 2020
by the Minister for External Relations**

STATES GREFFE



Jersey

DRAFT FINANCIAL SERVICES (DISCLOSURE AND PROVISION OF INFORMATION) (JERSEY) LAW 202-

European Convention on Human Rights

In accordance with the provisions of Article 16 of the Human Rights (Jersey) Law 2000, the Minister for External Relations has made the following statement –

In the view of the Minister for External Relations, the provisions of the Draft Financial Services (Disclosure and Provision of Information) (Jersey) Law 202- are compatible with the Convention Rights.

Signed: **Senator I.J. Gorst**
Minister for External Relations

Dated: 2nd June 2020

REPORT

Background and purpose

Jersey is recognised as a leading centre for international financial services, adopting the highest levels of compliance with international standards on anti-money laundering (“AML”) and counter terrorist financing (“CFT”).

Jersey was assessed by the Committee of Experts on the Evaluation of Anti-Money Laundering Measures and the Financing of Terrorism (“Moneyval”) in 2015. A report was published in May 2016 (the “Report”). The assessment included a comprehensive review of Jersey’s institutional, legislative and regulatory framework against the Financial Action Task Force (“FATF”) International Standards on Combating Money Laundering and the Financing of Terrorism and Proliferation (the “2012 Recommendations”). The Report made recommendations based on the Moneyval review. The Island achieved an impressive rating as a result of the 2015 assessment. However, the Report indicated that further changes were required to ensure that Jersey continues to maintain its position as a leading international finance centre, in line with developing standards.

The Financial Services (Disclosure and Provision of Information) (Jersey) Law 202- (the “draft Law”) seeks to ensure Jersey’s compliance with the requirements of the 2012 Recommendations in readiness for the next Moneyval assessment. Specifically, the draft Law addresses the requirements of Recommendation 24 (beneficial ownership of legal persons).

In addition, the draft Law will support the development of a more modern company registry and includes provisions to allow for a fully digital, future-ready company registry. These new systems will bring an ease of use to users of the company registry.

Consultation

On 17th January 2020, the Government of Jersey published a Consultation Paper on the proposed introduction of the draft Law. The Consultation Paper followed a wide-reaching engagement programme, drawing on the expertise and practical experience of leading professionals from the local industry and the Jersey Financial Services Commission (the “Commission”). It also followed an earlier consultation in 2018 on the implementation of the 2012 FATF Recommendations into Jersey’s existing AML and CFT regimes.

The Consultation ran from 17th January 2020 to 21st February 2020 and was shared directly with industry trade associations and representatives of local businesses, including Jersey Business, the Chamber of Commerce and a number of local accountancy firms. The relevant Consultation Paper and the associated Response and Policy Paper are available on the Government of Jersey website.

Responses were received directly from seven respondents and an additional response was filed by Jersey Finance Limited containing comments from 2 of its member firms.

The draft Law

The draft Law sets out requirements in relation to information provision. It introduces a number of new concepts to satisfy Recommendation 24. Further work is underway on Regulations and Orders to ensure that the full framework of measures and protections for the purposes of Recommendation 24 are brought into force at the same time as the draft Law.

The key features of the draft Law are outlined below.

Definitions and interpretation

The draft Law introduces a definition of “entity” to capture all Jersey registered legal persons as required by Recommendation 24.

A definition of beneficial owner is introduced. This definition reflects the FATF definition and has been adopted to demonstrate clear compliance with the requirements of Recommendation 24. The draft Law requires the Commission to issue guidance on identifying beneficial owners of entities to support both local businesses and the finance industry in understanding their obligations under the draft Law

The term “significant person” is adopted under the draft Law which refers to those persons holding positions equivalent to directors and officers. The draft Law specifies who these persons are in relation to each entity type. A register of significant persons will be developed in due course to meet the requirements of Recommendation 24.

Information provision

The draft Law requires certain information to be provided to the Commission both upon its application to be established as a legal entity in Jersey and when there is a change to that information. The information is also required to be confirmed as accurate on an annual basis. The draft Law supplements the information already required to be provided to the Commission under other existing legislation.

Presently, information about the beneficial owners and controllers of companies and partnerships is collected when entities are seeking consents from the Commission on incorporation under the [Control of Borrowing \(Jersey\) Order 1958](#). The draft Law puts these requirements on a statutory footing, providing clarity and extending the requirements to Jersey incorporated foundations.

A new requirement to provide information about the identity of nominee shareholders is also introduced to satisfy the FATF requirement that the jurisdiction takes effective measures to ensure that entities are not misused for money laundering or terrorist financing purposes.

Entities that fail to comply with the information provision requirements without reasonable excuse are guilty of an offence and the company registrar may consider striking such entities off the register.

For existing entities, transitional provisions are introduced to allow additional time for the provision of information on the new registry systems. During the first year the Commission may extend the filing period further to accommodate the use of the new system and the additional burden users may face.

Where information about an entity is already in the public domain, that information shall remain publicly accessible. As is currently the practice, beneficial ownership information will remain privately held by the Commission at this time. The Government of Jersey issued a joint [statement](#) with Guernsey and the Isle of Man on beneficial ownership in June 2019 and development of this policy will be subject to further consultation.

Annual confirmation statement

As information about an entity will be updated more frequently under the draft Law, entities are required to complete an annual confirmation statement which confirms that the information held on the register on a specified date is correct. The annual confirmation statement replaces the traditional annual return. The timeframe for submitting an annual confirmation statement reflects the current filing timeframes for

annual returns. It is intended that regulations will be brought before the States in due course to repeal existing provisions in relation to annual returns.

Nominated persons

The concept of a nominated person is introduced under the draft Law to meet the requirements of Recommendation 24 that a person ordinarily resident in the jurisdiction or trust and company service provider is authorised by the entity and accountable for providing all basic and beneficial owner information. The requirement permits jurisdictions to also take other comparable measures and therefore in Jersey, lawyers and accountants may also act as a nominated person of an entity. A nominated person is appointed and authorised by an entity to submit information on its behalf to the Commission.

The nominated person will act as the main interface between the Commission and the entity and may be required to provide additional assistance to the Commission and local competent authorities.

Commission to maintain a register

Information provided to the Commission under the draft Law will be entered onto a register. The register will be divided into a private section and a public section, as is currently the case.

Beneficial owner and controller information will continue to be recorded on the private part of the register. Information about an entity's "significant persons" will be collected under the draft Law and provided to the Commission. To comply with the requirements of Recommendation 24, some of this information will be made publicly available in due course, with Regulations being brought before the States to achieve this. This will be done in a measured manner, striking the balance between complying with international standards and maintaining adequate protection for the individual's data.

Applications by affected persons to suppress certain information from the public register will be permissible and work is ongoing to prepare the appropriate Regulations.

Restrictions on disclosure of information

The draft Law sets out circumstances in which it is permissible to disclose information collected under the draft Law. It is an offence to disclose information except in those circumstances. The offence attracts a maximum penalty of a fine and 7 years imprisonment.

Offences

Recommendation 24 requires that competent authorities have access to adequate, accurate and timely information about entities and for there to be dissuasive penalties for failure to comply. The draft Law therefore introduces a number of offences, including failing to provide information within the specified timeframes and providing false and misleading information to the Commission. These offences are to ensure that the information held centrally is adequate, accurate and timely.

Penalties for the offences are graded, with the most serious offences attracting the most severe penalties. The penalties specified in the draft Law are the maximum penalties that can be imposed for the relevant offence.

In addition, the company registrar may strike off an entity for failure to comply with provisions of the draft Law. Corresponding provisions are also included to re-instate entities where they have wrongly been struck off the register.

Fees and charges

The draft Law provides that the Commission may charge fees for –

- (a) undertaking functions under the Draft Law;

- (b) providing documents or information; and
- (c) late filing fees.

Late filing fees will act as a further deterrent to ensure that information held by the company registry is accurate and up to date.

The Commission is required to consult on fees introduced under the draft Law in compliance with the [Financial Services Commission \(Jersey\) Law 1998](#).

Regulations, Orders and Codes of Practice

The draft Law provides the framework on which subordinate legislation will be introduced, providing further detail to supplement the primary legislation.

Bearer shares and nominee directors

Following its assessment, the Moneyval team recommended that the [Companies \(Jersey\) Law 1991](#) (the “Companies Law”) be amended to prohibit companies from issuing bearer shares and to prevent persons acting as nominee directors.

Foundation regulations

Recommendation 24 requires that “basic information” about a legal person is filed with the company registry made publicly available, including an entity’s basic regulating powers. Currently, foundations are required to file their charter with their regulations remaining privately held. In order to comply with the recommendation while maintaining adequate levels of protection for private information, foundations will be required to file an abridged version of their regulations with the company registry, which will be made publicly available. This does not require the full constitutional document of the foundation to be filed, but the powers by which they are managed under their constitution.

Citation and commencement

The draft Law will be brought into force by Appointed Day Act.

Financial and manpower implications

There are no financial or manpower implications that would arise for the States from the adoption of this draft Law.

Human Rights

The note on the human rights aspects of the draft Law in the **Appendix** have been prepared by the Law Officers’ Department and are included for the information of States Members. They are not, and should not be taken as, legal advice.

APPENDIX TO REPORT

Human Rights Notes on the Draft Financial Services (Disclosure and Provision of Information) (Jersey) Law 202-

These Notes have been prepared in respect of the Draft Financial Services (Disclosure and Provision of Information) (Jersey) Law 202- (the “**draft Law**”) by the Law Officers’ Department. They summarise the principal human rights issues arising from the contents of the draft Law and explain why, in the Law Officers’ opinion, the draft Law is compatible with the European Convention on Human Rights (the “**ECHR**”).

These notes are included for the information of States Members. They are not, and should not be taken as, legal advice.

1. The draft Law requires that information be regularly provided to the Jersey Financial Services Commission as to the identity of those who beneficially own entities that are established, created and/or registered under Jersey’s financial services legislation and also of those who hold shares or other securities in such entities as nominees for such a beneficial owner and also of those who are officers, general partners or managers of such entities or who are otherwise involved in the exercise of control over the transactions undertaken by such entities. The draft Law provides for criminal sanctions where such requirements are not adhered to and even more severe sanctions where false or misleading information is provided.
2. Although such requirements to provide information about ultimate beneficial ownership and of those with effective control of financial services entities are by no means new to Jersey law the compulsion to provide such information on pain of criminal sanction can nonetheless be considered to interfere with the rights that an individual has under Article 8(1) of the ECHR to respect for his or her private and family life.
3. The compulsory obtaining, recording and disclosure of information about a person’s identity under and in accordance with the Law would, however, be compatible with Article 8 ECHR because the rights afforded under Article 8(1) ECHR are what are deemed “qualified” rights, and any interference with such rights through the operation of the Law is justified in accordance with the provisions of Article 8(2) ECHR.
4. The requirements of the Law would necessarily be “in accordance with the law” in Jersey being contained in primary legislation that is sufficiently precise and accessible. The potential for the Law’s interference with any Article 8(1) rights would be necessary in a democratic society because there is a clear and pressing social need for that interference, namely in continuing to demonstrate the clear commitment Jersey has to meeting its international obligations and to leading in the formulation of and compliance with international standards in relation to financial services and the holding of accurate, verified and up-to-date information about those who ultimately beneficially own or control entities. The provisions of the Law are justifiable as being in the interests of the economic well-being of Jersey and for the prevention of crime both in Jersey and around the world, since the requirements for regular confirmation of the identity of those who are

ultimately behind each financial services entity in Jersey have as their objective the combat against money laundering, tax evasion, corruption and terrorist financing. Jersey, like all jurisdictions subject to the ECHR, has a wide margin of appreciation in this matter.

5. The Law is also compatible with Article 8 ECHR because it affords appropriate controls or safeguards in that where private information about individuals will be obtained in connection with the execution of a function under the Law, a person must not disclose it unless that disclosure is made within the lawful reasons set out in Article 10(1) of the Law. Failure to comply with that requirement is made a criminal offence.
6. The sanctions for non-compliance with the Law's regulatory requirements may also interfere with a person's property rights protected by Article 1 of the First Protocol to the ECHR ("**A1P1**"), in as much as A1P1 protects the peaceful enjoyment of a person's possessions and a possession may include a share or economic stake in (or rights of voting or other influence over) a company or financial services entity.
7. If the entity were to become subject to criminal penalties under the Law or ultimately be struck off or be compulsorily dissolved by reason of non-compliance with the requirements of the Law, this may deprive the entity as a legal person of its possession, or deprive a shareholder or other legal or beneficial owner of the economic value of his or her possession.
8. The Law is nonetheless compatible with A1P1 because the deprivation of property is subject to conditions provided for by law and it is in the public interest that there be compliance with Jersey's statutory requirements in the economic imperative to combat financial crime, for which there needs to be effective sanctions where the law is broken.
9. The Law is compatible with A1P1 because A1P1 does not require a particular economic model to be followed and a fair balance has been struck in the Law between A1P1 rights and the important public interest objectives of accurate, verified and up-to-date information being held in respect of all entities.
10. In particular, in terms of potential deprivation of property, notice is required to be given three months before an entity is to be struck off or have its registration cancelled under Article 16 of the Law, and there are rights of redress for a fair determination of whether or not the entity should have been dissolved because there is a right to apply to the Royal Court for an order declaring the dissolution of an entity void under Article 19 of the Law, which allows for a fair trial for a person with standing to bring such an application.

EXPLANATORY NOTE

This Law if passed will make provision to –

- (a) require certain entities to provide the Jersey Financial Services Commission (the “Commission”) with information relating to the beneficial owners and significant persons of those entities;
- (b) require those entities to appoint a nominated person to provide that information to the Commission; and
- (c) make other arrangements for the disclosure of certain information to align with recommendations made by the international body known as the Financial Action Task Force.

Article 1 contains interpretation provisions. In particular, an “entity” means a company, foundation, incorporated limited partnership, limited liability company, limited liability partnership or separate limited partnership that is incorporated or established in Jersey.

Article 2 defines a “beneficial owner” as an individual who ultimately owns or controls an entity, or an individual on whose behalf a transaction is being conducted by an entity, including an individual who exercises ultimate effective control over the entity. Ultimate effective control over an entity includes ownership or control exercised through a chain of ownership or by means of control other than direct control.

Article 3 provides that this Law prevails to the extent of any inconsistency between it and certain other legislation under which entities are established or registered (the “relevant entity legislation”). This provision also makes it clear that the requirements set out in this Law are in addition to any requirements set out in the relevant entity legislation.

Article 4 provides that an application to register or establish an entity under the relevant entity legislation must also include –

- (a) the proposed entity’s beneficial owner information and significant person information;
- (b) if the proposed entity intends to issue shares to a person (the “proposed nominee”) nominated by another person (the “proposed nominator”) to act as a shareholder for the proposed nominator, the identity of the proposed nominee and their proposed nominator (unless the proposed nominee is licensed by the Commission under the Financial Services (Jersey) Law 1998); and
- (c) any other information prescribed by Order.

If an entity becomes aware of a change, error or inaccuracy occurring in the information provided in the application, the entity must notify the Commission of the change, error or inaccuracy within 21 days of becoming aware. An entity failing to do so commits an offence with a maximum penalty of an unlimited fine and 4 years’ imprisonment.

Article 5 requires each entity to provide an annual confirmation statement to the Commission in order to verify that the beneficial owner information, significant person information and any other prescribed information held by the Commission in relation to the entity is accurate as of 1st January in the year in which the statement is being provided. An entity failing to comply with this Article commits an offence with a maximum penalty of a £10,000 fine.

Article 6 provides that an application to register or establish an entity must also specify the appointment of at least one nominated person for the entity, being a person registered to carry on certain trust company business, a significant person of the entity who is

ordinarily resident in Jersey, a lawyer, an accountant or a fund services business. *Article 6* also makes provision for the revocation of the appointment of a nominated person by the Commission or the entity, and for the resignation of a nominated person. An entity failing to appoint a nominated person commits an offence with a maximum penalty of a £10,000 fine.

Article 7 provides that a nominated person of an entity must provide, in the approved form and accompanied by the published fee, the information that is required to be provided by the entity to the Commission under Articles 4 and 5. In addition, a nominated person may provide any information that is required to be provided by the entity to the Commission or the registrar under the relevant entity legislation.

Article 8 specifies additional functions of the Commission and the registrar. The registrar must maintain a register of particulars of each entity's beneficial owner information and significant person information, any information contained in the annual confirmation statement and such other particulars as are specified by Regulations made under this Law.

Article 9 enables a local competent authority, for the purpose of carrying out the authority's functions, to require the provision of further information or documents from an entity or to require the entity to attend at such times and places and answer such questions as are specified by the authority in a written notice. If a nominated person or significant person of an entity or the entity itself does not provide the information or comply with the notice, the person or entity commits an offence with a maximum penalty of an unlimited fine and 4 years imprisonment.

Article 10 permits the disclosure of information obtained under this Law only in certain circumstances, including with the consent of the person from whom the information was obtained, for the purpose of legal proceedings or if the information is provided to a law enforcement agency, regulatory officer or a foreign competent authority. A person who fails to comply with this provision commits an offence with a maximum penalty of an unlimited fine and 5 years imprisonment. The Commission may also enter into agreements and other arrangements for the sharing or exchange of information as permitted by this Article.

Article 11 enables the Commission to disclose information obtained in connection with the Commission's functions under this or any other Law. A local competent authority may, at the reasonable request of a foreign competent authority, facilitate access by the authority to the information, exchange information on shareholders with the authority or obtain beneficial owner information on behalf of the authority.

Article 12 provides that a requirement under this Law to provide information or documents has effect despite any obligation as to confidentiality imposed under any other enactment (other than legal professional privilege). A disclosure made in accordance with this Law is not, therefore, a breach of confidentiality.

Article 13 requires the Commission to keep and maintain records and information obtained from an entity in connection with this Law for at least 5 years after the entity is dissolved or ceases to exist.

Article 14 creates the following offences having a maximum penalty of an unlimited fine and 7 years imprisonment –

- (a) knowingly or recklessly providing the Commission, a nominated person or any other person entitled to information under this Law with information that is false or misleading in a material particular;

- (b) removing out of the jurisdiction, destroying, concealing or fraudulently altering any information with intent to avoid detection by the Commission or the registrar of an offence under this Law;
- (c) failing to provide the Commission with any information knowing or having reasonable cause to believe that the information is required to be provided to the Commission under this Law.

Article 15 specifies that where an offence committed by an entity is proved to have been committed with the consent or connivance of a significant person, the significant person is also guilty of the offence and liable to the penalty provided for that offence in the same manner as the entity.

Article 16 specifies the maximum penalty for each offence (as indicated in the description of each offence above). In addition to the fine specified for certain offences, an entity is also liable to a daily default fine for each day on which the entity commits the same offence. This Article also enables the registrar, by notice to the entity, to strike off or cancel the registration of an entity in the case of noncompliance with certain provisions by the entity for a period exceeding 3 months.

Article 17 enables the Commission to require the payment of fees, including late fees. The Commission must publish the amount of a fee required to be paid in accordance with Article 15 of the Financial Services Commission (Jersey) Law 1998.

Article 18 provides that the Commission is taken to have consented to the giving of information or the provision of a signature by way of an electronic communication for the purposes of the Electronic Communications (Jersey) Law 2000.

Article 19 enables the Royal Court to make an order, on such terms as the Royal Court thinks appropriate, declaring the dissolution of an entity under Article 15(3) to be void.

Article 20 contains powers to make Regulations under this Law, including Regulations for the purpose of prescribing exemptions from this Law or specified provisions of this Law, specifying that information kept on the register is or is not to be made public and providing for applications, reviews and appeals in relation to preventing certain information from being made public. The Minister must consult the Commission before making Regulations specifying that information kept on the register is or is not to be made public.

Article 21 contains powers to make Orders under this Law. The Minister must consult the Commission before making any Orders under this Law.

Article 22 enables the Commission to prepare and issue Codes of Practice after consulting with certain persons or bodies. The Commission must publish the Codes of Practice and make arrangements for the Codes of Practice to be distributed.

Article 23 limits the liability of the States, the Minister or any person acting with the responsibility of the Minister, the Commission and the registrar or any person who is, or is acting as, an officer, servant or agent of the Commission or the registrar.

Article 24 gives the Royal Court power to make rules of court under the Royal Court (Jersey) Law 1948 for the purpose of this Law.

Article 25 applies the rules of customary law applicable to an entity except to the extent that they are inconsistent with the express provisions of this Law.

Article 26 specifies that the Schedule contains transitional provisions and enables the States to make Regulations to amend the Schedule.

Article 27 amends the Companies (Jersey) Law 1991 for the purpose of specifying that a person must not act as a nominee director of a company and enabling the registrar to

record the disqualification of a person under Article 78 of that Law in any form approved by the Commission.

Article 28 amends the Foundations (Jersey) Law 2009 for the purpose of requiring each foundation to provide the registrar with the regulations of the foundation, but only in redacted form.

Article 29 provides for the title by which this Law may be cited and for its coming into force on a day or days to be appointed by Act of the States.



Jersey

DRAFT FINANCIAL SERVICES (DISCLOSURE AND PROVISION OF INFORMATION) (JERSEY) LAW 202-

Contents

Article

PART 1	17
INTERPRETATION AND APPLICATION	17
1 Interpretation.....	17
2 Meaning of “beneficial owner”	19
3 Application of Law.....	20
PART 2	20
DISCLOSURE OF INFORMATION TO COMMISSION	20
4 Information to be provided to Commission.....	20
5 Annual confirmation statement.....	21
6 Appointment of nominated person	21
7 Nominated person to provide information to Commission.....	23
8 Commission to maintain register	23
9 Provision of information to local competent authorities	24
10 Permitted disclosure of information.....	24
11 Authority to disclose information	25
12 Provision of information under this Law not a breach of confidentiality	26
13 Keeping of records	26
PART 3	26
OFFENCES	26
14 False or misleading information.....	26
15 Criminal liability of significant persons	26
16 Punishment of offences	27
PART 4	27
MISCELLANEOUS PROVISIONS	27
17 Fees and charges.....	27
18 Consent to receive information by way of electronic communication.....	28

19	Royal Court may declare dissolution of entity void	28
20	Regulations	28
21	Orders	29
22	Codes of Practice	30
23	Limitation of liability	30
24	Rules of Court.....	31
25	Customary law	31
26	Transitional provisions	31
27	Companies (Jersey) Law 1991 amended.....	31
28	Foundations (Jersey) Law 2009 amended	31
29	Citation and commencement	32
SCHEDULE		33
TRANSITIONAL PROVISIONS		33
1	Interpretation	33
2	Initial period for provision of annual confirmation statement.....	33
3	Appointment of nominated person	33
4	Provision of information to Commission	33
ENDNOTES		35
Table of Endnote References		35



Jersey

DRAFT FINANCIAL SERVICES (DISCLOSURE AND PROVISION OF INFORMATION) (JERSEY) LAW 202-

A LAW to require the provision of information relating to beneficial ownership and significant persons by certain entities; and for other purposes.

<i>Adopted by the States</i>	<i>[date to be inserted]</i>
<i>Sanctioned by Order of Her Majesty in Council</i>	<i>[date to be inserted]</i>
<i>Registered by the Royal Court</i>	<i>[date to be inserted]</i>
<i>Coming into force</i>	<i>[date to be inserted]</i>

THE STATES, subject to the sanction of Her Most Excellent Majesty in Council, have adopted the following Law –

PART 1

INTERPRETATION AND APPLICATION

1 Interpretation

In this Law –

“annual confirmation statement” is to be construed in accordance with Article 5;

“approved form” means a form approved by the Commission for the purpose of this Law;

“beneficial owner” has the meaning given in Article 2;

“beneficial owner information” means such information with respect to the beneficial owner of an entity as is prescribed;

“Commission” means the Jersey Financial Services Commission established by the FSC Law;

“director” has the same meaning as in the Companies (Jersey) Law 1991¹;

“entity” means any of the following bodies incorporated or established in Jersey –

- (a) a company (as defined in the Companies (Jersey) Law 1991);

- (b) a foundation (as defined in the Foundations (Jersey) Law 2009²);
- (c) an incorporated limited partnership (as defined in the Incorporated Limited Partnerships (Jersey) Law 2011³);
- (d) a limited liability company (as defined in the Limited Liability Companies (Jersey) Law 2018⁴);
- (e) a limited liability partnership (as defined in the Limited Liability Partnerships (Jersey) Law 2017⁵);
- (f) a separate limited partnership (as defined in the Separate Limited Partnerships (Jersey) Law 2011⁶);
- (g) any other prescribed body or person;

“foreign competent authority” means a public authority, excluding a self-regulating authority, exercising functions or having responsibility for anti-money laundering and counter terrorism measures in a jurisdiction outside Jersey, and includes –

- (a) authorities exercising functions with respect to investigating or prosecuting money laundering, associated predicate offences and terrorist financing, and seizing, freezing or confiscating criminal assets;
- (b) authorities exercising functions with respect to investigating or prosecuting offences for failing to comply with international sanctions;
- (c) authorities receiving reports on cross-border transportation of currency and bearer-negotiable instruments; and
- (d) authorities having supervisory or monitoring responsibilities with respect to anti-money laundering and counter terrorism measures for the purpose of ensuring compliance by financial institutions and designated non-financial business or professions with anti-money laundering and counter terrorism requirements;

“FSC Law” means the Financial Services Commission (Jersey) Law 1998⁷;

“general partner” means –

- (a) in relation to an incorporated limited partnership, a person who is named as a general partner in the declaration (as defined in the Incorporated Limited Partnerships (Jersey) Law 2011⁸); or
- (b) in relation to a separate limited partnership, a person who is named as a general partner in the declaration (as defined in the Separate Limited Partnerships (Jersey) Law 2011⁹);

“individual” means a natural person;

“local competent authority” means any of the following –

- (a) the Commission;
- (b) the Joint Financial Crimes Unit of the States of Jersey Police Force;
- (c) the Attorney General;
- (d) the Minister;
- (e) any other person, organisation or office holder prescribed by Regulations;

“Minister” means the Minister for External Relations;

“nominated person”, in relation to an entity, means a person appointed as a nominated person by the entity under Article 6;

“prescribed” means prescribed by Order made by the Minister;

“register” means any system or database used for the recording of information (whether in written or electronic form);

“registrar” means the person appointed by the Commission as the registrar of companies under Article 196(1) of the Companies (Jersey) Law 1991¹⁰;

“regulated market” has the same meaning as in regulation 3(1) of the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 of the United Kingdom (S.I. 2017/692) and includes –

- (a) an approved stock exchange (within the meaning of the Companies (Transfers of Shares – Exemptions) (Jersey) Order 2014¹¹); and
- (b) an IOSCO-compliant market (as defined in the Money Laundering (Jersey) Order 2008¹²);

“self-regulating authority” means an authority that –

- (a) represents a profession, made up of members of that profession, having a role in regulating the person who are qualified to enter and practise in the profession; and
- (b) carries out certain supervisory or monitoring functions in relation to the standards of practice in that profession;

“significant person” means –

- (a) in relation to a foundation, a member of the council of the foundation;
- (b) in relation to an incorporated limited partnership or a separate limited partnership, a general partner of the partnership;
- (c) in relation to a limited liability partnership, a limited partner participating in the management of the partnership (being a person who is able to cause the partnership to take a particular action);
- (d) in relation to a company, a director or secretary of the company, or any other officer purporting to act in a similar capacity;
- (e) in relation to a limited liability company, a manager of the limited liability company or, if there is no manager, the members involved in the management of the limited liability company;
- (f) in relation to any other type of entity, any other person purporting to act in a similar capacity to those described in sub-paragraphs (a), (b), (c), (d) or (e); and
- (g) any other person prescribed by Regulations;

“significant person information” means such information with respect to the significant persons of an entity as is prescribed.

2 Meaning of “beneficial owner”

- (1) In this Law, the “beneficial owner” of an entity means an individual who ultimately owns or controls the entity, or the individual on whose behalf a

transaction is being conducted by the entity, including an individual who exercises ultimate effective control over the entity.

- (2) For the purpose of paragraph (1), ultimate effective control over an entity, includes ownership or control exercised through a chain of ownership or by means of control other than direct control.
- (3) Without limiting the effect of Article 13 (publication of information and advice) of the FSC Law, the Commission must publish information, or promote the publication of information, or give advice in the form and manner it considers appropriate, to provide guidance on identifying the beneficial owners of entities under this Article.

3 Application of Law

- (1) In the event of an inconsistency between this Law and the relevant entity legislation, this Law prevails to the extent of the inconsistency.
- (2) Without limiting the effect of paragraph (1), the requirements set out in this Law are in addition to any requirements set out in the relevant entity legislation.
- (3) In this Article –
 - “relevant entity legislation” means –
 - (a) the Companies (Jersey) Law 1991¹³;
 - (b) the Foundations (Jersey) Law 2009¹⁴;
 - (c) the Incorporated Limited Partnerships (Jersey) Law 2011¹⁵;
 - (d) the Limited Liability Companies (Jersey) Law 2018¹⁶;
 - (e) the Limited Liability Partnerships (Jersey) Law 2017¹⁷;
 - (f) the Separate Limited Partnerships (Jersey) Law 2011¹⁸; and
 - (g) any other prescribed enactments.
- (4) The States may, by Regulations, amend this Part.

PART 2

DISCLOSURE OF INFORMATION TO COMMISSION

4 Information to be provided to Commission

- (1) An application to the Commission to register or establish an entity under relevant entity legislation must include the following information –
 - (a) the proposed entity’s beneficial owner information;
 - (b) the proposed entity’s significant person information;
 - (c) if the proposed entity intends to issue shares in the entity to a person (the “proposed nominee”) nominated by another person (the “proposed nominator”) to act as a shareholder for the proposed nominator –
 - (i) the identity of the proposed nominee, and
 - (ii) the identity of their proposed nominator,

unless the proposed nominee is registered by the Commission under the Financial Services (Jersey) Law 1998¹⁹; and

- (d) any other prescribed information.
- (2) Paragraph (3) applies if an entity becomes aware of a change occurring, or an error or inaccuracy, in the following –
 - (a) the entity’s significant person information;
 - (b) the entity’s beneficial owner information, unless the entity is listed on a regulated market;
 - (c) any other prescribed information.
- (3) An entity must notify the Commission of the change, error or inaccuracy in relation to the information referred to in paragraph (2) not later than 21 days after the entity becomes aware of it.
- (4) If an entity contravenes paragraph (3) without reasonable excuse –
 - (a) the entity commits an offence; or
 - (b) if the entity is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.

5 Annual confirmation statement

- (1) An entity must, within the relevant period, provide a statement (an “annual confirmation statement”) to the Commission verifying that the beneficial owner information, significant person information and any other prescribed information provided to the Commission in relation to the entity is accurate as of 1st January of the year in which the statement is being provided.
- (2) If an entity contravenes paragraph (1) without reasonable excuse –
 - (a) the entity commits an offence; or
 - (b) if the entity is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.
- (3) This Article does not apply to an entity that has commenced a winding up process under the relevant entity legislation or that is the subject of a declaration under the Bankruptcy (Désastre) (Jersey) Law 1990²⁰.
- (4) In this Article, “relevant period” means –
 - (a) the period between the 1st January and the end of February in each year following the year in which an entity is established; or
 - (b) such other period as may be prescribed.

6 Appointment of nominated person

- (1) An application to the Commission to register or establish an entity must specify the appointment of at least one of the following persons (an “eligible person”) as a nominated person for the entity –

- (a) a person registered under Part 2 of the Financial Services (Jersey) Law 1998²¹ to carry on trust company business that involves the provision of a service –
 - (i) to act as or arrange for another person to act as secretary, alternate, assistant or deputy secretary of a company or a limited liability partnership, or
 - (ii) to provide a registered office or business address for a company, partnership or foundation;
 - (b) a significant person of the entity who is ordinarily resident in Jersey;
 - (c) a lawyer who is ordinarily resident in Jersey and carrying on business described in paragraph 1 of Part B of Schedule 2 to the Proceeds of Crime (Jersey) Law 1999²²;
 - (d) an accountant who is ordinarily resident in Jersey and carrying on business described in paragraph 2 of Part B of Schedule 2 to the Proceeds of Crime (Jersey) Law 1999;
 - (e) a fund services business construed in accordance with Article 2(10) of the Financial Services (Jersey) Law 1998;
 - (f) such other person as may be prescribed.
- (2) For the purpose of the Financial Services (Jersey) Law 1998²³, a person does not carry on trust company business only because the person is appointed as a nominated person under this Article.
 - (3) A nominated person for an entity may, by notice in writing to the entity and the Commission, resign.
 - (4) An entity, by notice in writing to the Commission –
 - (a) may revoke the appointment of a nominated person for the entity; and
 - (b) must, as soon as practicable, revoke the appointment of a nominated person for the entity if the entity becomes aware that the nominated person is not an eligible person.
 - (5) The Commission may, by notice in writing to the entity, revoke the appointment of a nominated person for the entity if the Commission is satisfied that the nominated person is not an eligible person.
 - (6) If the appointment of a nominated person is revoked or a nominated person resigns and the entity has no other nominated person, the entity must, not later than 21 days after the revocation or resignation –
 - (a) appoint at least one nominated person, being an eligible person; and
 - (b) notify the Commission of the appointment.
 - (7) If an entity contravenes paragraph (1) or (6) without reasonable excuse –
 - (a) the entity commits an offence; or
 - (b) if the entity is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.

7 Nominated person to provide information to Commission

- (1) For the purpose of providing information to the Commission under Articles 4 and 5, a nominated person for an entity is authorised by the entity to provide the information in the approved form and accompanied by –
 - (a) the fee published by the Commission, in accordance with Article 15 of the FSC Law, in relation to the provision of the information (the “published fee”); and
 - (b) any additional amount specified by Regulations.
- (2) The Commission must pay any additional amount referred to in paragraph (1)(b) to the Treasurer of the States.
- (3) The published fee and any additional amount referred to in paragraph (1)(b) is a debt due to the Commission from the entity and may be sued for accordingly.
- (4) A nominated person for an entity is authorised by the entity to provide any information that is required to be provided by the entity to the Commission or the registrar under the relevant entity legislation.
- (5) A nominated person for an entity may provide any information that is required to be provided in relation to the entity under relevant entity legislation despite any requirement in that legislation that the information be provided by a particular person.
- (6) For the purpose of complying with this Law or the relevant entity legislation or for any other prescribed purpose, the Commission may permit a nominated person for an entity to inspect, or make copies of, any record or information kept by the Commission, but only in relation to that entity.

8 Commission to maintain register

- (1) For the purpose of this Law, the Commission must maintain a register in such form as the Commission thinks appropriate.
- (2) The Commission is to enter and keep in the register particulars of such of the following as is notified to the Commission by an entity –
 - (a) the entity’s beneficial owner information and significant person information;
 - (b) the information contained in the entity’s annual confirmation statement; and
 - (c) such other particulars as are specified by Regulations.
- (3) The Commission may require an entity to authenticate any information or document provided to the Commission under this Law in any manner reasonably determined by the Commission.
- (4) Any functions of the Commission under this Law, may, to the extent authorised by the Commission, be exercised by the registrar or an officer of the Commission.

9 Provision of information to local competent authorities

- (1) A local competent authority may, by notice in writing, require a defined person to provide, within a period specified in the notice, any further information or documents that the authority requires for the purpose of carrying out the authority's functions under this Law or any other enactment.
- (2) A local competent authority may, by notice in writing, require a defined person to attend at such times and places as may be specified in the notice and to answer such questions as the authority requires the person to answer for the purpose of carrying out the authority's functions under this Law or any other enactment.
- (3) If a defined person does not, within the period specified in the notice, comply with a notice under paragraph (1) or (2) –
 - (a) the defined person commits an offence; or
 - (b) if the defined person is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.
- (4) In this Article, “defined person” means –
 - (a) a nominated person for the entity;
 - (b) a significant person of the entity; or
 - (c) an entity.

10 Permitted disclosure of information

- (1) A person must not disclose any information obtained in connection with the administration or execution of a function under this Law unless that disclosure is made –
 - (a) with the consent of the person from whom the information was obtained or to whom the information relates;
 - (b) in connection with the administration or execution of a function under this Law;
 - (c) for the purposes of any legal proceedings;
 - (d) to a law enforcement agency for the purpose of the investigation or prosecution of an offence;
 - (e) to a regulatory officer for the purpose of assisting the officer in the exercise of the officer's functions;
 - (f) to a local competent authority;
 - (g) as otherwise permitted by this Article or Regulations; or
 - (h) with other lawful excuse.
- (2) A person who fails to comply with paragraph (1) commits an offence.
- (3) The Commission may request and receive information from a regulatory officer for the purpose of assisting the Commission in the exercise of its functions under this Law.
- (4) The Commission may enter into agreements and other arrangements for the sharing or exchange of information as permitted by this Article.

- (5) In this Article –
- “law enforcement agency” means –
- (a) the States of Jersey Police Force or the police force of an overseas jurisdiction;
 - (b) the Financial Conduct Authority established under the Financial Services and Markets Act 2000 of the United Kingdom;
 - (c) the Serious Fraud Office constituted under the Criminal Justice Act 1987 of the United Kingdom;
 - (d) the National Crime Agency formed under the Crime and Courts Act 2013 of the United Kingdom; or
 - (e) any other authority or person responsible for the investigation or prosecution of offences –
 - (i) under the Sanctions and Asset-Freezing (Jersey) Law 2019²⁴, or
 - (ii) relating to money laundering or terrorist financing;
- “regulatory officer” means an officer or employee of any of the following –
- (a) a government agency (including the government of a jurisdiction outside Jersey) exercising functions under an enactment with respect to anti-money laundering and counter terrorism measures;
 - (b) any organisation (including organisations outside Jersey) exercising administrative functions with respect to the incorporation of entities or bodies incorporated outside Jersey that are equivalent to entities;
 - (c) the Comptroller of Revenue (construed in accordance with Article 2 of the Revenue Administration (Jersey) Law 2019²⁵);
 - (d) the Viscount’s Department.

11 Authority to disclose information

- (1) The Commission may disclose information obtained by the Commission in connection with the exercise of the Commission’s functions under this or any other Law –
 - (a) to a local competent authority, as soon as practicable, at the request of that authority; and
 - (b) for any purpose specified by Regulations.
- (2) This Article and Regulations made under paragraph (1)(b) extend to information obtained before the commencement of this Article unless the Regulations provide otherwise.
- (3) The power to specify a purpose under paragraph (1)(b) does not imply that the Commission may disclose information only for a specified purpose.
- (4) A local competent authority may, at the request of a foreign competent authority –
 - (a) facilitate access by the foreign competent authority to information held by the local competent authority;
 - (b) exchange information with the foreign competent authority on shareholders, including nominee shareholders; and

- (c) obtain beneficial owner information on behalf of the foreign competent authority.

12 Provision of information under this Law not a breach of confidentiality

A requirement under this Law to provide information or a document has effect despite any obligation as to the confidentiality or other restriction on disclosure of information imposed under any other enactment, or a contract or otherwise (other than legal professional privilege), and accordingly, the obligation or restriction is not contravened by making a disclosure in accordance with such a requirement.

13 Keeping of records

The Commission must keep and maintain the information and records provided by an entity under this Law for at least 5 years after the date on which the entity is dissolved or otherwise ceases to exist as a registered entity.

PART 3

OFFENCES

14 False or misleading information

- (1) A person who knowingly or recklessly provides the Commission, a nominated person or any other person entitled to information under this Law with information that is false or misleading in a material particular commits an offence.
- (2) A person who, with intent to avoid detection by the Commission or the registrar of an offence under this Law, removes out of the jurisdiction, destroys, conceals or fraudulently alters any information, or causes or permits the removal, destruction, concealment or fraudulent alteration of any information, commits an offence.
- (3) A person commits an offence if the person fails to provide the Commission with any information in the person's possession knowing or having reasonable cause to believe that the information is required to be provided to the Commission under this Law in relation to that person.
- (4) The Commission may refuse to register information provided by an entity in purported compliance with this Law if the Commission reasonably believes that the information is false or misleading.

15 Criminal liability of significant persons

- (1) This Article applies where an offence under this Law committed by an entity is proved to have been committed with the consent or the connivance of a significant person.
- (2) Where this Article applies, the significant person is also guilty of the offence and liable to the penalty provided for that offence in the same manner as the entity.

16 Punishment of offences

- (1) The penalty for an offence under –
 - (a) Articles 5(2), 6(7), 19(7) and paragraph 3(2) or 4(2) of the Schedule, is a fine not exceeding level 3 on the standard scale;
 - (b) Articles 4(4) and 9(3), is a fine and 4 years' imprisonment;
 - (c) Article 10(2), is a fine and 5 years' imprisonment; and
 - (d) Article 14(1), (2) and (3), is a fine and 7 years' imprisonment.
- (2) In addition to an entity's liability to a fine under paragraph (1)(a), an entity is also liable to a daily default fine, being a fine not exceeding level 2 on the standard scale, for each day (other than the first day) on which the subsequent offence is proved to have continued if –
 - (a) the entity has been convicted of an offence specified in paragraph (1)(a);
 - (b) the entity is convicted of having again committed that offence; and
 - (c) on that subsequent occasion the contravention has continued for more than one day.
- (3) If an entity does not comply with Article 4(3), 5(1), 6(1) or (6), 9(1) or (2) or paragraph 3(2) or 4(2) of the Schedule, the registrar may send a notice to the entity stating that, at the end of the period of 3 months following the date of the notice –
 - (a) the name of the entity will be struck off the register; or
 - (b) the registration of the entity will be cancelled and the entity will be dissolved, unless the entity complies with the relevant provision.
- (4) If the entity has not complied with the relevant provision before the end of the period specified in the notice, the registrar may strike the entity's name off the register or cancel the registration of the entity.
- (5) On striking an entity's name off the register or cancelling the registration of an entity, the registrar must cause notice of that fact to be published on the website of the Commission.

PART 4

MISCELLANEOUS PROVISIONS

17 Fees and charges

- (1) The Commission may require –
 - (a) the payment of fees in respect of the performance by the Commission of its functions under this Law generally or in relation to an entity or class of entities;
 - (b) the payment of fees for the provision by the Commission of any service, assistance, documents or information; and
 - (c) if a document or information is not provided to the Commission in accordance with this Law, the payment of late fees, which are payable when the document or information is provided.

- (2) The Commission must, in accordance with Article 15 of the FSC Law, publish the amount of a fee required to be paid under this Article.

18 Consent to receive information by way of electronic communication

For the purpose of Articles 11(1)(b) and 12(1)(c) of the Electronic Communications (Jersey) Law 2000, the Commission is taken to have consented to the giving of information or the provision of a signature by way of an electronic communication in relation to the following –

- (a) information that is required to be provided to the registrar or the Commission under this Law or any other enactment, whether the information is required to be provided in writing or otherwise;
- (b) a person's signature that is required, under this Law or any other enactment, for the purpose of authenticating or verifying a document or statement provided to the registrar or the Commission.

19 Royal Court may declare dissolution of entity void

- (1) The Royal Court may make an order declaring the dissolution of an entity under Article 16(5) to be void.
- (2) The order may be made on the application of any person who would have been a person with standing in respect of the entity had it not been dissolved.
- (3) The application may only be made during the 10 years after the dissolution of the entity.
- (4) The order may be made on such terms as the Royal Court thinks fit.
- (5) The Royal Court may, by the order, give directions and make provisions necessary to place the entity and any other person (including the Crown) in the same position, as nearly as may be, as if the entity had not been dissolved.
- (6) The person on whose application the order was made must, not later than 28 days after the order is made or within such longer period as the Royal Court may allow, deliver the Act of the Royal Court to the registrar.
- (7) A person who contravenes paragraph (6) commits an offence.
- (8) The registrar must, as soon as practicable after receiving the Act of the Royal Court, amend the register accordingly.
- (9) In this Article, a "person with standing" in respect of an entity includes the following –
 - (a) a significant person of the entity;
 - (b) a nominated person for the entity;
 - (c) the entity;
 - (d) the Attorney General;
 - (e) such other person as may be prescribed.

20 Regulations

- (1) The States may, by Regulations –

- (a) prescribe exemptions from the operation of this Law or specified provisions of this Law;
 - (b) specify that any information that is required to be entered and kept in the register under this Law is or is not to be made public;
 - (c) provide for the making of applications by an entity to the Commission to prevent certain information from being made public;
 - (d) provide for reviews and appeals in relation to any determination or decision made by the registrar or the Commission under this Law;
 - (e) provide for the destruction of information and records provided by an entity under this Law, including specifying any period during which the information and records must not be destroyed;
 - (f) amend the penalties for any offence under this Law and create offences and specify penalties for those offences not exceeding imprisonment for 7 years and a fine; and
 - (g) amend the relevant entity legislation for the purpose of removing any requirement for an entity to provide the Commission with information, including annual returns.
- (2) The Minister must consult the Commission before proposing Regulations under paragraph (1)(b).
- (3) Regulations made under this Law may make provision for the purpose of carrying this Law into effect and may –
- (a) contain such incidental, supplemental and transitional provisions as appear to the States to be necessary or expedient; and
 - (b) make such consequential provisions as appear to the States to be necessary or expedient, including provision making amendments to any enactment –
 - (i) for the general purposes, or any particular purpose, of this Law,
 - (ii) in consequence of any provision made by or under this Law, or
 - (iii) for giving full effect to this Law or any provision of it.

21 Orders

- (1) The Minister may, by Order, exempt from the provisions of this Law the doing of anything by or on behalf of any person prescribed, or any transactions prescribed, subject to such conditions or restrictions as may be prescribed.
- (2) An Order made under this Law may make different provision for different cases and contain such incidental, supplemental and transitional provisions as appear to the Minister to be necessary or expedient.
- (3) The Minister must consult the Commission before making any Orders under this Law.

22 Codes of Practice

- (1) The Commission may, after consultation with such persons or bodies as appear to be representative of the interests concerned –
 - (a) prepare and issue a Code of Practice setting out the principles and detailed requirements that must be complied with in carrying out any requirement under this Law;
 - (b) revise any such Code of Practice by revoking, varying, amending or adding to its provisions; and
 - (c) indicate in any such Code of Practice if, and to what extent, it is or is not to apply to an entity or individual or class of entity or individual.
- (2) The Commission –
 - (a) must publish any Code of Practice issued under this Article on the website of the Commission and in any other form and manner the Commission considers appropriate; and
 - (b) may make such arrangements as it thinks fit for the distribution of a Code of Practice, including causing hard copies of the Code of Practice to be put on sale to the public at such price as the Commission considers to be reasonable.
- (3) The contravention of a Code of Practice does not of itself render a person liable to proceedings of any kind or invalidate any transaction.
- (4) A Code of Practice issued under this Article is admissible in evidence if it appears to the court conducting the proceedings to be relevant to any question arising in the proceedings and is to be taken into account in determining any such question.
- (5) A copy, certified in writing on behalf of the Commission to be an accurate copy of a Code of Practice, or of any part of a Code of Practice, is admissible in evidence in all legal proceedings as of equal validity with the original and as evidence of any fact stated in it, of which direct oral evidence would be admissible.
- (6) Where a document purports on its face to be a copy of a Code of Practice or part of a Code of Practice, certified in accordance with paragraph (5), it is unnecessary for the purposes of paragraph (5) to prove the official position or handwriting of the person signing on behalf of the Commission.

23 Limitation of liability

- (1) This Article applies to –
 - (a) the States;
 - (b) the Minister or any person who is, or is acting as, an officer, servant or agent in an administration of the States for which the Minister is assigned responsibility;
 - (c) the Commission, any Commissioner or any person who is, or is acting as, an officer, servant or agent of the Commission; and
 - (d) the registrar, the deputy registrar, an assistant registrar or any person who is, or is acting as, an officer, servant or agent of the registrar.

- (2) A person or body to whom this Article applies is not liable in damages for anything done or omitted to be done in the discharge or purported discharge of any functions under this Law or any enactment made, or purportedly made, under this Law, unless it is shown that the act or omission was made in bad faith.
- (3) The limitation of liability under this Article does not apply to prevent an award of damages made in respect of an act on the ground that the act was unlawful under Article 7(1) of the Human Rights (Jersey) Law 2000²⁶.

24 Rules of Court

The power to make rules of court under the Royal Court (Jersey) Law 1948²⁷ includes a power to make Rules for the purpose of this Law.

25 Customary law

The rules of customary law applicable to an entity apply to an entity except to the extent that they are inconsistent with the express provisions of this Law.

26 Transitional provisions

- (1) The Schedule makes transitional provisions in respect of existing entities (as defined in the Schedule).
- (2) The States may, by Regulations, amend the Schedule and make provision for any other transitional matter connected with the coming into force of this Law.

27 Companies (Jersey) Law 1991 amended

- (1) The Companies (Jersey) Law 1991²⁸ is amended in accordance with this Article.
- (2) In Article 34 (nature and numbering of shares), after paragraph (2) there is inserted –
“(3) A company must not issue bearer shares.”.
- (3) In Article 73 (directors), after paragraph (4C) there is inserted –
“(4D) A person must not act as a nominee director of a company.”.
- (4) In Article 78 (disqualification orders), after paragraph (4) there is inserted –
“(5) On the making of an order against a person under this Article, the registrar may record the person’s disqualification in a form approved by the Commission.”.

28 Foundations (Jersey) Law 2009 amended

- (1) The Foundations (Jersey) Law 2009²⁹ is amended in accordance with this Article.
- (2) In Article 1(1) (interpretation), there is inserted in alphabetical order –

“abridged regulations” means those parts of the regulations of a foundation comprising the information required to be included in the regulations under Articles 12 and 14, but not including any information from which a person can or may be identified or any other information prescribed by Regulations.”.

- (3) In Article 2 (application for the incorporation of a foundation) –
- (a) in paragraph (3)(a) after “charter” there is inserted “and abridged regulations”;
 - (b) in paragraph (3)(c) after “charter” there is inserted “or abridged regulations”;
 - (c) after paragraph (5) there is inserted –
- “(6) Without limiting the effect of Article 13 (publication of information and advice) of the FSC Law, the Commission may publish information, or promote the publication of information, or give advice in the form and manner it considers appropriate to provide guidance on the information that should be included in or excluded from abridged regulations.”.
- (4) In Article 40 (register to be kept and made available for public inspection) (2), (5) and (6) after “charter” there is inserted “and abridged regulations”.

29 Citation and commencement

This Law may be cited as the Financial Services (Disclosure and Provision of Information) (Jersey) Law 202- and comes into force on such day or days as the States may by Act appoint.

SCHEDULE

(Article 25)

TRANSITIONAL PROVISIONS

1 Interpretation

For the purposes of this Schedule –

“appointed day” means the day on which this Law comes into force;

“existing entity” means an entity that was registered by the registrar before the appointed day.

2 Initial period for provision of annual confirmation statement

(1) Despite Article 5, the Commission may, by notice published on the website of the Commission, extend the period for the provision of annual confirmation statements.

(2) Paragraph (1) ceases to have effect 1 year after the appointed day.

3 Appointment of nominated person

(1) An existing entity must, not later than 3 months after the appointed day, notify the Commission, in the approved form, of the appointment of at least one nominated person, being a person referred to in Article 6(1)(a), (b), (c), (d), (e) or (f).

(2) If an existing entity contravenes paragraph (1) without reasonable excuse –

(a) the entity commits an offence; or

(b) if the entity is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.

4 Provision of information to Commission

(1) An existing entity must, not later than 3 months after the appointed day, notify the Commission, in the approved form, of –

(a) the information that will be contained in the annual confirmation statement under Article 5(1); and

(b) if the entity has issued shares in the entity to a person (the “nominee”) nominated by another person (the “nominator”) to act as a shareholder for the nominator –

(i) the identity of each nominee, and

(ii) the identity of each nominator,

unless the nominee is registered by the Commission under the Financial Services (Jersey) Law 1998³⁰.

(2) If an existing entity contravenes paragraph (1) without reasonable excuse –

- (a) the entity commits an offence; or
- (b) if the entity is an incorporated limited partnership or a separate limited partnership, each general partner of the entity commits an offence.

ENDNOTES

Table of Endnote References

1	<i>chapter 13.125</i>
2	<i>chapter 13.265</i>
3	<i>chapter 13.370</i>
4	<i>L.32/2018</i>
5	<i>chapter 13.475</i>
6	<i>chapter 13.780</i>
7	<i>chapter 13.250</i>
8	<i>chapter 13.370</i>
9	<i>chapter 13.780</i>
10	<i>chapter 13.125</i>
11	<i>chapter 13.125.85</i>
12	<i>chapter 08.780.30</i>
13	<i>chapter 13.125</i>
14	<i>chapter 13.265</i>
15	<i>chapter 13.370</i>
16	<i>L.32/2018</i>
17	<i>chapter 13.475</i>
18	<i>chapter 13.780</i>
19	<i>chapter 13.225</i>
20	<i>chapter 04.160</i>
21	<i>chapter 13.225</i>
22	<i>chapter 08.780</i>
23	<i>chapter 13.225</i>
24	<i>L.2/2019</i>
25	<i>L.13/2019</i>
26	<i>chapter 15.350</i>
27	<i>chapter 07.770</i>
28	<i>chapter 13.125</i>
29	<i>chapter 13.265</i>
30	<i>chapter 13.225</i>