



ANGUILLA

A BILL FOR
LIMITED LIABILITY COMPANIES (AMENDMENT) ACT, 2022

Published by Authority

LIMITED LIABILITY COMPANIES (AMENDMENT) ACT, 2022

TABLE OF CONTENTS

SECTION

1. Interpretation
2. Amendment of section 1
3. Amendment of section 28
2. Insertion of sections 28A
3. Citation

I Assent

Dileeni Daniel-Selvaratnam
Governor

Date

ANGUILLA

NO. /2023

A BILL FOR

LIMITED LIABILITY COMPANIES (AMENDMENT) ACT, 2023

[Gazette Dated: , 2022] [Commencement: Assent under section 57 of the Constitution]

An Act to validate all acts done under and pursuant to the Limited Liability Companies Act, R.S.A c. L65 prior to the publication of the Commencement Notices to bring the Acts into operation.

ENACTED by the Legislature of Anguilla

Interpretation

1. In this Act the “principal Act” means the Limited Liability Companies Act.

Insertion of section 8A and 8B

2. The principal Act is amended by inserting the following sections after section 8 —

“Registration of changes in particulars

8A. (1) A LLC registered under section 11 shall file with the Registrar, a notice in the approved form within 1 month after a change in—

- (a) its corporate name;
- (b) the certificate of formation;
- (c) its members, or in the information filed in respect of a member;
- (d) its managers, or in the information filed in respect of a managers;

- (e) the nature of the associated voting shares of members and voting rights of managers
- (e) its registered agent, or information filed in respect of the registered agent;
- (f) the address of the registered office.

(2) A notice of change of registered agent referred to in section 6 (4) shall be endorsed by the new registered agent with his agreement to act as registered agent.

(3) A notice of a change in certificate of formation of a LLC shall be accompanied by—

- (a) a certified copy of the new or amended instrument of formation; and
- (b) if the instrument is not in English, a translation of the document certified as accurate in accordance with the Regulations.

(4) A LLC that contravenes this section commits an offence and is liable on summary conviction to a fine of \$1,000.

Annual return

8B. (1) A LLC shall file within the calendar quarter of its registration of articles of formation under section 11 but not later than the last day of the calendar quarter, an annual return.

(2) The annual return shall be—

- (a) in the approved form; and
- (b) certified as correct by a member of the LLC or by its registered agent.”

Amendment of section 11

3. The principal Act is amended in section 11(2) by inserting the following paragraph after paragraph (b)—

“(ba) the full name, address and mailing address of each member of the LLC;

(bb) the name, address and mailing address of the managers of the LLC’s

Citation

4. This Act may be cited as the Limited Liability Companies (Amendment) Act.

Barbara Webster-Bourne
Speaker

Passed by the House of Assembly this day of , 2023.

Lenox J. Proctor
Clerk of the House of Assembly
