

(4) In this section the expression "order" includes a judgment and references to the making of an order shall be construed accordingly.

29th December, 1954.

J. FLETCHER-COOKE,
Colonial Secretary.

No. 66 OF 1954.

CAP. 196

A LAW TO AMEND THE PARTNERSHIP LAW.

R. P. ARMITAGE,
Governor.

[29th December, 1954.]

BE it enacted by His Excellency the Governor and Commander-in-Chief of the Colony of Cyprus as follows :—

Short title.

I. This Law may be cited as the Partnership (Amendment) Law, 1954, and shall be read as one with the Partnership Law (hereinafter referred to as "the principal Law").

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2. For the long title of the principal Law the following shall be substituted :—

“TO AMEND THE LAW AS TO PARTNERSHIP AND TO PROVIDE FOR THE REGISTRATION OF BUSINESS NAMES.”

Amendment of the long title of the principal Law.

3. For the short title in section 1 of the principal Law the following shall be substituted :—

“This Law may be cited as the Partnership and Business Names Law.”

Amendment of the short title in section 1 of the principal Law.

4. Section 2 of the principal Law is hereby amended by the insertion therein, in its proper alphabetical place, of the following definition (the full stop at the end thereof being substituted by a semi-colon) :—

Amendment of section 2 of the principal Law.

“ ‘Registrar’ or ‘Registrar of Partnerships’ means the Official Receiver and Registrar and includes any other person appointed by the Governor to exercise all or any of the powers and perform all or any of the duties of a Registrar.”

5. Section 3 of the principal Law is hereby amended as follows :—

(a) by the substitution for the words “Companies (Limited Liability) Law” in sub-section (1) (line 4) and in sub-section (2) (line 6) of the words “Companies Laws, 1951 and 1954” ;

Amendment of section 3 of the principal Law.

(b) by the substitution in the marginal references to that Law for the words and figures “Cap. 191” of the figures and words “7 of 1951.

35 of 1954.”

6. Sections 50 to 59 of the principal Law (both inclusive) are hereby repealed and the following sections substituted therefor :—

Repeal of sections 50 to 59 of the principal Law and substitution of new sections.

“Partnerships, business names, etc., to be registered.

50. Subject to the provisions of this Law—

(a) every partnership whether general or limited carrying on business in Cyprus ;

(b) every individual having a place of business in Cyprus and carrying on business under a business name which does not consist of his true surname without any addition other than his true Christian names or the initials thereof ;

(c) every company as defined in the Companies Laws, 1951 and 1954, carrying on business under a business name which does not consist of its corporate name without any addition ; and

7 of 1951.
35 of 1954.

(d) every firm, individual or corporation having a place of business within Cyprus and carrying on business wholly or mainly as nominee or trustee of or for another person, or other persons, or another corporation, the first-mentioned firm, individual or corporation, shall be registered in the manner directed by this Law :

Provided that where the business is carried on by a trustee in bankruptcy or a receiver or manager appointed by any Court, registration shall not be necessary.

Manner and particulars of registration of partnerships.

51.—(1) The registration of a partnership shall be effected by sending by post or delivering to the Registrar, within one month of the date of its establishment, a statement in writing in the prescribed form signed by all the partners and containing the following particulars—

- (a) the firm name ;
- (b) the general nature of the business ;
- (c) the principal place of the business ;
- (d) the present Christian name or names and surname, any former Christian name or names and surname, the nationality, the usual residence, and the other business occupation (if any) of each of the individuals who are partners, whether general or limited, and the corporate name and registered or principal office of every corporation which is a partner ;
- (e) the term, if any, for which the partnership is entered into, and the date of its commencement ;
- (f) a statement, if such be the case, that the partnership is limited ;
- (g) the sum contributed by each limited partner and whether paid in cash or how otherwise ;
- (h) the names of the general partners who are authorized to administer the affairs of the partnership, to manage it and to sign for it.

(2) Where the business of the firm is carried on under two or more names, each of those names must be stated.

Manner and particulars of registration of business names.

52.—(1) The registration of a business name shall be effected by sending by post or delivering to the Registrar, within one month of the date the business is commenced, a statement in writing in the prescribed form signed by the individual or company and containing the following particulars :—

- (a) the business name ;
- (b) the general nature of the business ;
- (c) the principal place of the business ;
- (d) the present Christian name or names and surname, any former Christian name or names and surname, the nationality, the usual residence, and the other business occupation (if any) of the individual and the corporate name and registered or principal office of the company ;
- (e) the date of the commencement of the business.

(2) Where the business is carried on under two or more business names, each of those business names must be stated.

Particulars of registration in case of nominees or trustees.

53.—(1) Where a firm, individual or corporation is required by paragraph (d) of section 50 to be registered, such registration shall be effected by sending or delivering to the Registrar, within one month of the date the business therein provided has commenced, a statement in writing, in the prescribed form, signed by all the partners of the firm or the individual or corporation, as the case may be, and containing the following particulars, that is to say, the present Christian name or names and surname, any former Christian name or names and surname, nationality and usual residence or, as the case may be, the corporate name, of every person or corporation on whose behalf the business is carried on :

Provided that if the business is carried on under any trust and any of the beneficiaries are a class of children or other persons, a description of the class shall be sufficient.

(2) The particulars required to be furnished and registered under sub-section (1) shall be in addition to any other particulars required under this Law to be furnished and registered.

Registration
of changes.

54.—(1) Whenever a change is made or occurs in any of the particulars registered in respect of any firm, individual or corporation a statement in the prescribed form signed by the firm, individual or corporation, as the case may be, specifying the nature of the change shall, within seven days of the date of such change, be sent by post or delivered to the Registrar.

(2) A dissolution of a partnership other than a dissolution provided by paragraph (a) or (b) of sub-section (1) of section 34 shall be considered to be a change for the purpose of this section.

Undesirable
name.

55. No firm or business name shall be registered by a name which in the opinion of the Registrar is undesirable.

Registrar to
file statement
and issue
certificate of
registration.

56.—(1) On receiving any statement made in pursuance of this Law the Registrar shall, if satisfied that the provisions of this Law have been complied with, cause the same to be filed and registered and he shall send by post or deliver to the firm or person from whom such statement shall have been received a certificate in the prescribed form of the registration thereof.

(2) The certificate or a certified copy of such registration shall be kept exhibited in a conspicuous position at the principal place of business of the firm, individual or corporation, and, if not kept so exhibited, every partner in the firm or the individual or the corporation, or any officer thereof, as the case may be, shall be liable to a fine not exceeding twenty pounds.

Removal of
names from
register.

57.—(1) If any firm, individual or corporation registered under this Law ceases to carry on business, it shall be the duty of the persons who were partners in the firm at the time when it ceased to carry on business, or of the individual, or if he is dead his personal representative, or the corporation, or any officer thereof, within one month after the business has ceased to be carried on, to send by post or deliver to the Registrar a statement in the prescribed form that the firm or individual or corporation has ceased to carry on business.

(2) On receiving such a statement as aforesaid the Registrar shall file and register the same and remove the firm or individual or corporation from the register.

(3) Where the Registrar has reasonable cause to believe that any firm or individual or corporation registered under this Law is not carrying on business, he may send to the firm or individual or corporation by registered post a notice that, unless an answer is received to such notice within one month from the date thereof, the firm or individual or corporation may be removed from the register.

(4) If the Registrar either receives an answer from the firm or individual or corporation to the effect that the firm or individual or corporation is not carrying on business or does not within one month after sending the notice receive an answer, he may remove the firm or individual or corporation from the register.

Register and
index to be
kept.

58. The Registrar shall keep, in proper books to be provided for the purpose, a register and an index of all partnerships and business names registered as aforesaid, and of all the statements registered in relation to such partnerships and business names.

Notices in
Gazette.

59. Every entry made by the Registrar on the register under the provisions of this Law shall be published in the *Gazette*.

Inspection
and certified
copies of
statements
registered.

60.—(1) Any person may inspect any documents filed and registered by the Registrar on payment of such fees as may be prescribed not exceeding one shilling for each inspection; and any person may require a certificate of the registration of any firm, individual or corporation, or a copy of, or extract from, any registered statement to be certified by the Registrar or other officer duly authorized by him, and there shall be paid for such certificate of registration, certified copy, or extract such fees as may be prescribed, not exceeding two shillings for any certificate of registration, and not exceeding four and a half piastres for each folio of seventy-two words or part thereof of the entry, copy or extract.

(2) A certificate of registration, or a copy of, or extract from, any statement registered under this Law, if duly certified to be a true copy or extract under the hand of the Registrar or other officer duly authorized by him (whose official position it shall not be necessary to prove), shall, in all legal proceedings, civil or criminal, be admissible in evidence as of equal validity with the original document.

Penalty for
default in
registration.

61. If any firm, corporation or person by this Law required to furnish any statement shall without reasonable excuse make default in so doing in the manner and within the time specified by this Law, every partner in the firm, or the corporation or any officer thereof, or the person, so in default, shall be liable on summary conviction to a fine not exceeding three pounds for every day during which the default continues, and the Court shall order a statement of the required particulars to be furnished to the Registrar within such time as may be specified in the order.

Disability
of persons
in default.

62. Where any firm or individual or corporation required by this Law to furnish a statement of particulars or required by sub-section (1) of section 54 to furnish a statement of any change in such particulars shall have made default in so doing, then the rights of that defaulter under or arising out of any contract made or entered into by or on behalf of such defaulter in relation to the business in respect to the carrying on of which particulars were required to be furnished at any time while he is in default shall not be enforceable by action or other legal proceeding either in the firm or business name or otherwise:

Provided always as follows :—

- (a) The defaulter may apply to the Court for relief against the disability imposed by this section, and the Court, on being satisfied that the default was accidental, or due to inadvertence, or some other sufficient cause, or that on other grounds it is just and equitable to grant relief, may grant such relief either generally, or as respects any particular contracts, on condition of the costs of the application being paid by the defaulter, unless the Court otherwise orders, and on such other conditions (if any) as the Court may impose, but such relief shall not be granted except on such service and such publication of notice of the application as the Court may order, nor shall relief be given in respect of any contract if any party to the contract proves to the satisfaction of the Court that, if this Law had been complied with, he would not have entered into the contract ;

- (b) nothing herein contained shall prejudice the rights of any other parties as against the defaulter in respect of such contract as aforesaid ;
- (c) if any action or proceeding shall be commenced by any other party against the defaulter to enforce the rights of such party in respect of such contract, nothing herein contained shall preclude the defaulter from enforcing in that action or proceeding, by way of counterclaim set off or otherwise, such rights as he may have against that party in respect of such contract.

Penalty for making false statement.

63. Any person who makes, signs, sends, or delivers for the purpose of registration under this Law any false statement known by him to be false, shall be liable to a fine not exceeding fifty pounds, or to imprisonment for a term not exceeding two years, or to both such punishments.”.

7.—(1) Sub-section (2) of section 60 of the principal Law is hereby amended by the substitution for the words “ to a fine not exceeding ten pounds or to imprisonment for a term not exceeding six months ” (lines 3 and 4) of the words “ to a fine not exceeding one hundred pounds or to imprisonment for a term not exceeding one year ”.

Amendment and renumbering of section 60 of the principal Law.

(2) Section 60 of the principal Law is hereby renumbered as section 64.

8. The principal Law is hereby amended by the insertion therein immediately after section 64 (as renumbered) of the following new section :—

Amendment of the principal Law by the insertion of new section 65.

“ Publication of true names, etc.

65.—(1) Every firm, individual or corporation required by this Law to be registered shall, in all trade catalogues, trade circulars and business letters, on or in which the firm or business name appears and which are issued or sent by the firm, individual or corporation to any person in any part of Her Majesty’s dominions, have mentioned in legible characters :—

- (a) in the case of a firm, the present Christian name or names, or the initials thereof and present surnames, any former Christian name or names and surnames, the nationality if not British, of all the partners in the firm or, in the case of

a corporation being a partner, the corporate name and in case of a limited partnership whether such partner is a limited partner ;

- (b) in the case of an individual, his present Christian name or names or the initials thereof and present surname, any former Christian name or names and surname and his nationality if not British ; and
- (c) in the case of a corporation, its corporate name.

(2) If default is made in compliance with this section, every partner of the firm, or, as the case may be, the individual or the corporation, or any officer thereof, shall be liable on summary conviction for each offence to a fine not exceeding five pounds.”

Renumbering
of sections
61 and 62
of the
principal
Law.

9. Sections 61 and 62 of the principal Law are hereby renumbered as sections 66 and 67, respectively.

29th December, 1954

J. FLETCHER-COOKE,
Colonial Secretary.