



# GUIDANCE NOTE 27

## Business Names

Registration of a business name is obligatory under the Business Names (Registration) Act 1918 if any individual or partnership [whether composed of individuals or body corporate, or any combination of both] or any body corporate carries on business under a name other than their true names. The purpose behind the requirement to register is to make public the identities of those individual(s), partnerships or corporate bodies that are the legal intention behind the business name.

**Business includes:** professions, as well as the establishment or operation of a website in or from within Gibraltar; or through an internet service provider in Gibraltar, in connection with or for the purpose of promoting in any way any trade, business or profession whatsoever and wheresoever situated.

Even if an individual is trading in his own name they may prefer registering as a business name if they wish to give their business an easily recognisable identity.

### ▪ Who Must Be Registered

Every Individual, Firm or Company having a place of Business in Gibraltar and carrying on Business (see above) under a Business Name which **does not** consist of:-

- a) in the case of an **Individual** - his true Forename and/or Surname.
- b) in the case of a **Company** - its true Corporate Name.

### ▪ Activity and Nature of Business

It is important to check first if the activity or nature of your proposed Business requires a Business Licence. You should contact the Business Licensing Authority at Suite 975, Europort, Gibraltar, Tel: +350 200 71700 for further information and assistance.

### ▪ The Name

The Business name has to be approved by the Registrar prior to Registration.

Names are usually approved immediately at the Registry of Business Names.

The words LIMITED, PLC, S.A. or any other suffix denoting a corporate entity must not appear at the end of a Business Name.

REGISTERING A BUSINESS NAME IS DIFFERENT TO REGISTERING A COMPANY. A company, once registered, is a separate legal entity in itself; a business name is simply a name used by individuals or companies to trade under, as an identity.

If the applicant does not have a registered company that will trade under the business name, the word "COMPANY" must not appear in a business name. However in relation to this, a lenient approach will be taken when applicants wish to register business names containing "& COMPANY" or "& CO", as the connotations of this suggest that the applicant has other business partners who partake in the business together, i.e. "& COMPANY" / "& CO" is suggestive of "& OTHERS", whereas simply "COMPANY" gives the impression of a registered limited company.

- **Address to which the Business Name is registered**

Generally, the Office of Fair Trading will not grant a Business Licence to any business that operates from a residential Government premises. Also, at times Business Licence applications request a waiver stating that no address will be required for the purpose of their Business Licence; however in these circumstances a postal address is still required as part of their application.

Therefore, for businesses that wish to use a Government premises address as their postal address, or for applicants operating from private residences that will seek to apply for a premises waiver when applying for their Business Licence, they will be required to confirm that they will be seeking a premises waiver when applying for their Business Name.

Therefore applicants will be allowed to register their Business Name using a Government premises address as long as the premises waiver is sought and the address will only be used as their postal address.

Business Name applicants will be required to make the indications outlined above in the declaration sheet (the last page) of the Business Name Application.

- **Application Forms**

There are three Application Forms for the Registration of a Business Name

1. Application for Registration by a **Company** (A Company)
2. Application for Registration by an **Individual** (Sole Owner)
3. Application for Registration by a **Firm** (More than one Owner)

**Fee £20**

- **Supporting Documents to be filed**

An applicant will need to provide the following information:

- Proof of identity of Applicant (if an individual - passport or I.D. card, if a corporation not registered in Gibraltar - Certificate of Incorporation and recent Certificate of Good Standing);
  - Proof of address of Applicant (e.g. a utility bill not more than three months old);
  - Proof of right to use address where business is located or from which it is trading (e.g. utility bill, a lease or tenancy/rental agreement);
  - Power of Attorney if person signing the application is not an officer of the company (as stated in the Certificate of Good Standing, where applicable).
- 
- **Certificate of Registration**

Upon Registration the Registrar will issue a **Certificate of Registration of a Business Name.**

- **Any Changes**

If any changes occur to the details that are registered in relation to the Business Name (e.g. a change of business name or address, a change in the nature of the business, the addition of a new partner etc.) then this must be notified to the Registrar within 14 days of the date of the change by completing a **Form of change in the Particulars** together with any relevant documentation applicable to the change being effected (i.e. change of address or names must be supported by a utility bill, ID card / passport, etc.).

**Fee £15**

- **Annual Return**

As from November 2014, every Business Name must submit an **Annual Statement of Particulars Form (Annual Return)** at least once in every calendar year.

Lodging of an Annual Return in time (i.e. within 30 days from the Return Date - £15.00

Lodging of a Late Annual Return or a substitution of an Annual Return after 30 days from the due date for filing of that return - £30.00

- **Supporting Documents to be filed with every Annual Return by individuals**

If there has been a material change in any of the details registered in relation to the Business Name, an Applicant will also need to provide the following information:

- Proof of identity of Applicant (passport or I.D. card);
- Proof of address of Applicant (e.g. a recent utility bill);
- Proof of right to use address where business is stated to be located or trading from (e.g. utility bill,

- a lease or tenancy/rental agreement);
- Power of Attorney if the person signing the Return is different to the Applicant.

- **Supporting Documents to be filed with every Annual Return by Companies**

Locally registered companies will need to provide the following information:

- Power of Attorney if the person signing the Return is not an officer of the company.

- **Cessation**

Once a Business ceases to operate and the Business Name is no longer required, a **Form of Notice of Cessation of Business** must be presented to the Registrar.

Fee **£15.00**

- **Forms**

All forms mentioned above may be obtained from the Registry of Business Names or downloaded from our website [www.companieshouse.gi](http://www.companieshouse.gi) "Forms" - Section.

- **Payment Method**

Payment Method - UK clearing cheques should be made payable to Companies House Gibraltar.

- **Guidance only**

This Circular is intended for general guidance only. Companies House Gibraltar does not assume legal responsibility for the accuracy of any particular statement. In the case of a specific problem, we recommend that you seek professional advice.

**Registry Contact Details:**

Companies House Gibraltar

1<sup>st</sup> Floor The Arcade, 30-38 Main Street, PO Box 848, Gibraltar

Tel: +350 200 78193

Fax: +350 200 44436

[mail@companieshouse.gi](mailto:mail@companieshouse.gi)

[www.companieshouse.gi](http://www.companieshouse.gi)