

CHAPTER 257.

BUSINESS NAMES REGISTRATION.

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SECTION.

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CHAPTER 257.

BUSINESS NAMES REGISTRATION.

An Ordinance to Provide for the Registration of Firms and Persons carrying on Business under Business Names and for purposes Incidental thereto. 23 of 1953.

[11TH NOVEMBER, 1954.]

1. This Ordinance may be cited as the Business Names Registration Ordinance, and shall be read and construed as one with the General Registration Ordinance. Short title and construction. Cap. 255.

2. In this Ordinance, unless the context otherwise requires— Interpretation.
“ ordinary name ” means the name by which a person is ordinarily known in private life:

Provided that—

(a) where any person has been registered for the purposes and in accordance with the provisions of any other law in force in Sierra Leone providing for the registration of persons by name, the name under which he was so registered shall be deemed to be his ordinary name;

(b) where any person has been baptised in a church or chapel of any Christian denomination, the name recorded in any baptismal register as the name under which he was baptised shall be deemed to be his ordinary name;

(c) where any person has been registered as aforesaid in proviso (a) under more than one name, or has been registered under one or more names and baptised under another name, all such names shall be deemed to be his ordinary name, and for the purposes of this Ordinance his ordinary name shall be expressed in the form “ otherwise known as..... ”;

(d) where the Registrar General is satisfied that any person can be sufficiently identified by a name together with initials, or by a surname, that name together with those initials, or that surname, as the case may be, shall be deemed to be the ordinary name of that person;

“ proprietor ” means an individual carrying on a business of which he is the sole proprietor.

Proprietors
and firms to
be registered.

3. The following proprietors and firms shall be registered in the manner directed by this Ordinance—

(a) every proprietor having a place of business in Sierra Leone and carrying on business under a business name which does not consist of his ordinary name without any addition thereto;

(b) every firm having a place of business in Sierra Leone and carrying on business under a business name which does not consist of the ordinary names of all the partners in the firm without any addition thereto;

(c) every proprietor or firm having a place of business in Sierra Leone who or a partner in which has either before or after the coming into operation of this Ordinance changed his name, including any proprietor or partner who, being a woman, has changed her name in consequence of marriage;

Provided that—

(i) where any addition to the ordinary name of a proprietor or the ordinary names of the partners in a firm carrying on any business merely indicates that the business is carried on in succession to a proprietor or firm formerly carrying on the same business that addition shall not of itself render registration necessary;

(ii) where two or more partners have the same surname the addition of the letter “ s ” at the end of that surname shall not of itself render registration necessary; and

(iii) where the business is carried on by a receiver or manager appointed by any Court, registration shall not be necessary.

4. Every proprietor or firm required under this Ordinance to be registered shall furnish to the Registrar General a statement in writing in the prescribed form signed by the proprietor or by all the partners in the firm and containing the following particulars—

Manner and particulars of registration.

(a) the business name of the business in respect of which the proprietor or firm is required to be registered;

(b) the general nature of the business;

(c) the principal place of business;

(d) all other places at which the business is carried on;

(e) the usual residence and any other business occupation of the proprietor, or of every partner in the firm, and where the proprietor or any of the partners in the firm has either before or after the commencement of this Ordinance changed his name, or, being a woman, has changed her name in consequence of marriage, any name by which the proprietor or partner was formerly known;

(f) if the business is commenced after the coming into operation of this Ordinance, the date of commencement of the business.

5. The particulars required to be furnished under this Ordinance shall in the case of a business commenced after the date upon which the Ordinance comes into operation be furnished within fourteen days after the commencement of the business, and in the case of a business commenced before the date upon which this Ordinance comes into operation, within three months from that date.

Time for registration.

6. Whenever a change is made or occurs in any of the particulars registered in respect of any proprietor or firm the proprietor or firm shall within fourteen days from the date of such change notify the same to the Registrar General in writing as provided in section 4.

Registration of changes in particulars.

7. If any proprietor or firm fails to comply with any of the provisions of section 4, section 5 or section 6 the proprietor, or every partner in the firm, as the case may be, shall be liable on summary conviction to a fine of five pounds for every day

Penalty for default in registration.

during which the default continues, and the Court by which the offender is tried shall order a statement of the required particulars to be furnished to the Registrar General within such time as may be specified in the order.

Registrar General to file statement and issue certificate of registration.

8. Every statement of particulars furnished under this Ordinance shall be filed by the Registrar General who shall deliver a certificate of the registration thereof to the proprietor or firm concerned, and the certificate or a certified copy thereof shall be kept exhibited in a conspicuous position at the principal place of business of the proprietor or firm, and if not so kept exhibited the proprietor, or every partner in the firm, as the case may be, shall be liable on summary conviction to a fine of twenty pounds.

Removal of names from register.

9. (1) If any proprietor or firm registered under this Ordinance ceases to carry on the business in respect of which he or it is registered, it shall be the duty of the proprietor, or if he is dead, of his personal representative, or of the persons who were the partners in the firm when it ceased to carry on business, within three months after the business has ceased to be carried on to send by post or deliver to the Registrar General a notice stating that the proprietor or firm has ceased to carry on business, and if any person whose duty it is to give notice under this sub-section fails to do so within the time aforesaid, he shall be liable on summary conviction to a fine of five pounds.

(2) On receipt of any such notice as aforesaid the Registrar General shall expunge from the register the particulars relating to the proprietor or firm, as the case may be.

(3) Where the Registrar General has reasonable cause to believe that any proprietor or firm registered under this Ordinance is not carrying on business he may send by registered post to the proprietor, or to any person who was a partner in the firm when it last carried on business, a notice informing the proprietor or partner, as the case may be, that, unless a reply to the notice is received within one month from the date thereof, the particulars relating to the proprietor or firm will be removed from the register.

(4) If the Registrar General either—

(a) receives a reply to the notice to the effect that the proprietor or firm is not carrying on business;

(b) does not within one month after sending the notice receive a reply thereto;

he shall expunge from the register the particulars relating to the proprietor or firm, as the case may be, and shall forthwith give notice thereof in writing to the proprietor or to any person who was a partner in the firm when it last carried on business.

10. (1) Where the business name under which any business is carried on contains the words—

Misleading
business
names.

(a) "Imperial," "Empire," "National," "Government" or any other word which in the opinion of the Registrar General suggests, or is calculated to suggest, that the business enjoys the patronage of the Imperial Government or of the Government of Sierra Leone, or of any department thereof; or

(b) "Municipal," "Chartered" or any other word which in the opinion of the Registrar General suggests, or is calculated to suggest, connection with any municipality or other local authority, or with any society or body incorporated by Royal Charter; or

(c) "Chamber of Commerce," "Building Society" or "Co-operative";

then unless the consent of the Governor in Council has been first obtained the Registrar General shall refuse to register the business name.

(2) Where the business name under which any business is carried on—

(a) contains the word "British" or any other word which in the opinion of the Registrar General is calculated to lead to the belief that the business is under British ownership or control, and the Registrar General is satisfied that the nationality of the proprietor or of any of the partners in the firm by whom or which the business is wholly or mainly owned or controlled is at any time such that the name is misleading; or

(b) is, in the opinion of the Registrar General deceptive or objectionable in that it contains a reference direct or otherwise to any person, body, organisation, authority, practice or institution, or is otherwise unsuitable as a business name, the Registrar General shall refuse to register such business name.

(3) Any person aggrieved by a decision of the Registrar General under this section may appeal to the Governor, whose decision shall be final.

(4) Any proprietor who, and every partner in any firm which, carries on any business under a business name which the

Registrar General has refused to register on any of the grounds mentioned in sub-section (1) or sub-section (2) of this section, and in the case of an appeal to the Governor, where the decision of the Registrar General has been upheld, shall be guilty of an offence and shall be liable on summary conviction therefor to a fine of fifty pounds and to a further fine of five pounds in respect of every day during which such offence continues.

(5) The registration of a business name under this Ordinance shall not be construed as authorising the use of that name if the use thereof would be unlawful under the provisions of any other law for the time being in force in Sierra Leone or would constitute an infringement of any contractual or other right.

Publication
of true names
in trade
circulars, etc.

11. (1) Every proprietor or firm required by this Ordinance to be registered shall, in all trade catalogues, trade circulars and business letters issued or sent from Sierra Leone to any person in any part of Her Majesty's dominions, cause to be mentioned in legible characters the ordinary name of the proprietor or of every partner in the firm and where the proprietor or any partner has either before or after the commencement of this Ordinance changed his name, or, being a woman, has changed her name in consequence of marriage, any name by which the proprietor or partner was formerly known.

(2) Any proprietor, and every partner in any firm, failing to comply with the provisions of sub-section (1) of this section shall be liable on summary conviction to a fine of ten pounds.

Disability of
persons in
default.

12. Where any proprietor or firm required under this Ordinance to furnish a statement of particulars or of any change in particulars makes default in so doing the rights of the proprietor or firm under or arising out of any contract made or entered into by him or it or on his or its behalf at any time while he or it is so in default, in relation to the business in respect of which the statement of particulars is required, shall not be enforceable by action or other legal proceedings either in the business name under which the business is carried on or otherwise:

Provided that—

(a) the proprietor or firm in default may apply to the Supreme Court for relief against the disability imposed by this section, and the Court, on being satisfied that the default was due to accident or inadvertence or that on other grounds it is just and equitable to grant relief, may grant the relief

applied for either generally or as respects any particular contract and on such conditions as the Court may impose;

(b) if any action or proceeding shall be commenced by any other party against the proprietor or firm in default to enforce the rights of that other party in respect of the contract, nothing herein contained shall preclude the proprietor or firm from enforcing in that action or proceeding by way of counter-claim, set-off or otherwise, such rights as he or it may have against the other party in respect of the contract.

13. The Governor in Council may make rules—

Rules.

(a) conferring upon the Registrar General such powers as the Governor in Council may deem necessary or expedient for carrying out the purposes of this Ordinance;

(b) providing that fees may be charged by the Registrar General in respect of any acts done by or before him in pursuance of any of the provisions of this Ordinance and prescribing the amount of any such fees;

(c) prescribing forms for the purposes of this Ordinance;

(d) generally for the conduct and regulation of registration under this Ordinance and of any matters incidental thereto.

TITLE XXXIII.

DEVELOPMENT.

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