

**IN THE THIRD MEETING OF THE THIRD SESSION OF THE FIFTH
PARLIAMENT OF THE FOURTH REPUBLIC**

**REPORT OF THE COMMITTEE ON CONSTITUTIONAL, LEGAL AND
PARLIAMENTARY AFFAIRS ON THE COMPANIES (AMENDMENT) BILL**

1.0 INTRODUCTION

1.1 The Companies (Amendment) Bill was presented and read the first time in the House on 21st December 2011. Rt. Hon. Speaker pursuant to article 106 (4) and (5) of the Constitution and Standing Order 179 of the House referred the Bill to the Committee on Constitutional, Legal and Parliamentary Affairs for consideration and report. The Committee is pleased to report as follows:

2.0 DELIBERATION

2.1 The Committee met on Wednesday, 21st December 2011 to consider the Amendment Bill. The Minister for Communications, Hon. Haruna Iddrisu, Hon. Deputy Attorney-General and Deputy Minister for Justice, Mr. Ebo Barton Odro, Mr. Joseph K. Harley, Registrar General, Mrs. Jemima Oware, Deputy Registrar-General and Mrs. Mavis Amoa, Chief State Attorney, Attorney-General's Department were in attendance at the invitation of the Committee to assist in deliberations.

3.0 ACKNOWLEDGEMENT

3.1 The Committee is grateful to the Minister for Communications and the Deputy Attorney-General and Minister for Justice and the other resource persons for their attendance and technical input during the consideration of the Bill.

4.0 REFERENCE DOCUMENTS

4.1 The Committee had recourse to the under-listed documents during



specifically address the issues of electronic business transactions. This amendment Bill permits the electronic filing and registration of businesses as well as the substitution of sworn affidavits or statutory declarations before a commissioner of oath or Notary Public with one in electronic form among others.

The Registrar-General's Department has commenced measures for on-line filing, declarations and other transactions between companies and the general public, companies and regulatory agencies and officers of a company and the Registrar since the 5th of December 2011 to enable for the filing of tax returns by the end of the year. Therefore there is an urgent need to pass the Bill into law in order to regularize the action commenced by the Department.

6.0 OBJECT OF THE BILL

6.1 The Bill seeks to amend the Companies Act, 1963 (Act 179) to provide for electronic transactions under the Act and for related matters.

7.0 PROVISIONS OF THE BILL

7.1 Clause 1

Clause 1 provides for the insertion of an Electronic Transactions Clause after section 335 of The Companies Act, 1963 (Act 179).

Clause 2

Clause 2 deals with Transitional and Savings provisions.

Clause 3

Clause 3 is on modification.

"(iii) within companies registered under this Act

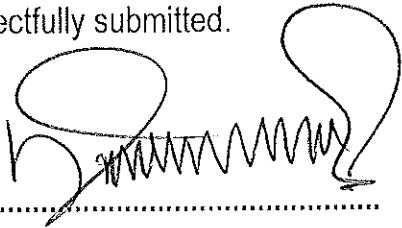
(iv) between companies registered under this Act"

- ii Clause 6 – amendment proposed – line four after "Registrar" insert "by a Legislative Instrument"

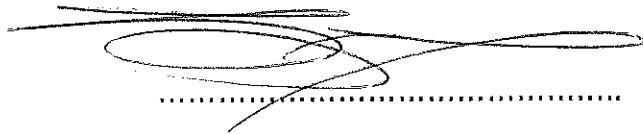
9.0 RECOMMENDATIONS AND CONCLUSION

The Committee has carefully examined the provisions of the Bill in the light of its object and purpose and is of the view that they are consistent with the Constitution and other relevant statutes and accordingly recommends its passage by the House subject to the above proposed amendments.

Respectfully submitted.



**EBENEZER AHUMAH DJIETROR
CLERK, COMMITTEE ON
CONSTITUTIONAL, LEGAL &
PARLIAMENTARY AFFAIRS**



**HON. EMMANUEL KWASI BANDUA
CHAIRMAN, COMMITTEE ON
CONSTITUTIONAL, LEGAL &
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DECEMBER, 2011