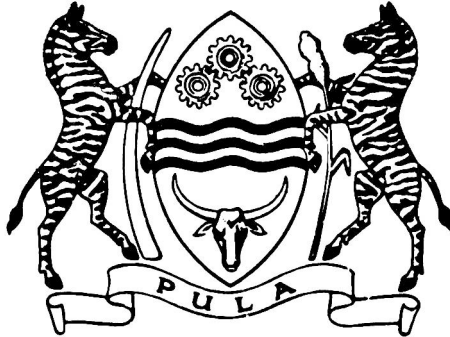


REPUBLIC OF BOTSWANA



GOVERNMENT GAZETTE

EXTRAORDINARY

Vol. XVIII, No. 69

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19th November, 1980

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The following Supplement is published with this issue of the Gazette —

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Bill No. 44 of 1980

COMPANIES (AMENDMENT) BILL, 1980

(Published on 19th November, 1980)

A draft of the above Bill, which it is proposed to present to the National Assembly, is set out below.

2. It is provided under section 275 of the Companies Act (Cap. 42:01) that if, in the course of a winding-up or judicial management of a company it appears that any business has been carried on with intent to defraud creditors or for a fraudulent purpose, the court may declare that any persons who were knowingly parties to the fraud shall be personally responsible without any limitation for all or any of the debts or other liabilities of the company. This provision has been found to be not wide enough. It only covers cases in which persons sought to be charged under the section were actually dishonest while carrying on the business of the company. It does not, for example, cover the director or any person carrying on the business of the company recklessly without any genuine concern for its prosperity.

3. The main object of the amendment is therefore to make liable any person who carries on the business of a company recklessly to the detriment of its creditors.

4. The court may make the declaration even if there is no question of the company's being wound up or placed under judicial management.

5. The provisions of the section are also extended to cover any person who collaborates with a director or officer of the company in running the company to the detriment of its creditors.

6. The amendment also provides that the provisions of the section are not to be affected by any concurrent criminal liability arising from the matter to which the declaration relates.

M.P.K. NWAKO,
Minister of Commerce and Industry.

ARRANGEMENT OF SECTIONS

SECTION

1. Short title
2. Amendment of section 275 of Cap. 42:01

A BILL
entitled

An Act to amend the Companies Act

Date of Assent:

Date of Commencement:

ENACTED by the Parliament of Botswana.

1. This Act may be cited as the Companies (Amendment) Act, Short title 1980.

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1990

1950-1951

The undersigned hereby certifies that the foregoing is a true and correct copy of the original as shown to him by the person who presented it for filing.

Notary Public

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1. The company's policy is to provide a safe and healthy working environment for all employees. This includes providing safety training, equipment, and procedures, as well as conducting regular safety audits and investigations of incidents.

... ..

...and the fact that the provision in the contract is not a condition precedent to the payment of the money.

Minister of Commerce and Industries
