

PUBLIC ENTERPRISES ACT 2019
(ACT NO. 6 OF 2019)

SECTIONS

PART 1—PRELIMINARY

1. Short title and commencement
2. Interpretation
3. Purpose
4. Application
5. Act binds the State

PART 2—PUBLIC ENTERPRISE PRINCIPLES

6. Public enterprise principles
7. Act must be applied in accordance with public enterprise principles

PART 3—ESTABLISHMENT OF PUBLIC ENTERPRISE

Division 1—Nature of public enterprise

8. Public enterprises
9. When Minister may designate entity as public enterprise
10. Constitution of a public enterprise must be consistent with this Act
11. Meaning of State control
12. State not bound by public enterprise act or transaction

Division 2—Shares and securities

13. State may acquire shares and securities issued by public enterprise
14. Restrictions on dealing with State-owned shares

Division 3—Powers and capacity

15. Powers and capacity of public enterprise

Division 4—Joint ventures and subsidiaries

16. Restrictions on joint ventures
17. Subsidiary must provide information

PART 4—PRINCIPLE OF COMMERCIAL OBJECTIVE

Division 1—Primary objective

18. Primary objective of public enterprise is to be a successful business
19. Public enterprise must give effect to statement of corporate intent

Division 2—Non-commercial obligations

20. Public enterprise may undertake non-commercial obligation
21. Requirements for non-commercial obligation agreement

PART 5—PRINCIPLE OF MEASURABLE PERFORMANCE

Division 1—Statement of corporate intent

- 22. Public enterprise must have statement of corporate intent
- 23. Content of statement of corporate intent
- 24. Process for approval of statement of corporate intent
- 25. Process for amendment of statement of corporate intent

Division 2—Business plan

- 26. Public enterprise must have business plan
- 27. Content of business plan
- 28. Process for approval of business plan
- 29. Process for amendment of business plan

PART 6—PRINCIPLE OF RESPONSIBLE MANAGEMENT

Division 1—Appointment of board of directors

- 30. Board of directors
- 31. Eligibility for appointment
- 32. Chairperson and deputy chairperson
- 33. Term of office
- 34. When director ceases to hold office
- 35. Resignation and removal
- 36. Defect or irregularity in appointment

Division 2—Conduct of directors and employees

- 37. Honesty and good faith
- 38. Ensuring business success
- 39. Due compliance
- 40. Avoiding insolvency
- 41. Improper use of position or information as director or employee
- 42. Disclosure of interest
- 43. When interest of related party counts as director's interest
- 44. Register of interests
- 45. Code of conduct
- 46. Content of code of conduct
- 47. Conduct of employees

Division 3—Management

- 48. Board meetings
- 49. Procedure at board meetings
- 50. Resolution *in lieu* of meeting

- 51. Chief executive officer
- 52. Delegations
- 53. Restrictions on indemnity by public enterprise for directors and executive officers
- 54. Restrictions on indemnity by subsidiary of public enterprise for directors and executive officers
- 55. Permitted indemnity of liability owed by director or executive officer to third person

PART 7—PRINCIPLE OF TRANSPARENT PERFORMANCE

Division 1—Financial transparency

- 56. Financial records
- 57. Financial statements

Division 2—Operational transparency

- 58. Annual report
- 59. Minister must table annual report in Parliament

PART 8—PRINCIPLE OF MONITORED PERFORMANCE

Division 1—Minister's oversight

- 60. Role of Minister
- 61. Resolutions of wholly-owned public enterprise are effected by Minister
- 62. Minister may require disclosure by public enterprise

Division 2—Public enterprise monitoring

- 63. Public enterprise monitoring functions
- 64. Public enterprise monitoring may require disclosure
- 65. Ministry must report on each public enterprise

PART 9—MISCELLANEOUS

- 66. Regulations
- 67. Repeal
- 68. Transitional provisions
- 69. Consequential amendments

SCHEDULE 1—PUBLIC ENTERPRISES

SCHEDULE 2—CONSEQUENTIAL AMENDMENTS

SCHEDULE 3—ENTITIES TO WHICH SECTION 69(2) APPLIES

ACT NO. 6 OF 2019

I assent.

J. K. KONROTE
President

[16 May 2019]

AN ACT

**TO PROVIDE FOR THE REGULATION AND GOVERNANCE
OF PUBLIC ENTERPRISES AND FOR RELATED MATTERS**

ENACTED by the Parliament of the Republic of Fiji—

PART 1—PRELIMINARY

Short title and commencement

1.—(1) This Act may be cited as the Public Enterprises Act 2019.

(2) This Act comes into force on a date or dates appointed by the Minister by notice in the Gazette.

Interpretation

2. In this Act, unless the context otherwise requires—

“accounting standards” has the meaning given in section 3 of the Companies Act 2015;

“board” means the directors of a public enterprise;

“chief executive officer” means the person appointed under section 51 as the chief executive officer of a public enterprise;