

Offences by bodies of persons, etc.

97. (1) Where a company, a limited liability partnership, a firm, a society, an association or other body of persons commits an offence under this Act, any person who at the time of the commission of the offence was a director, compliance officer, partner, manager, secretary or other similar officer of the company, limited liability partnership, firm, society, association or other body of persons or was purporting to act in the capacity or was in any manner or to any extent responsible for the management of any of the affairs of the company, limited liability partnership, firm, society, association or other body of persons or was assisting in the management, shall be deemed to be guilty of the offence unless, having regard to the nature of his functions in that capacity and to all circumstances, he proves—

- (a) that the offence was committed without his knowledge, consent or connivance; and
- (b) that he took all reasonable precautions and had exercised due diligence to prevent the commission of the offence.

(2) Where any person would be liable under this Act to any punishment, penalty or forfeiture for any act, omission, neglect or default, he shall be liable to the same punishment, penalty or forfeiture for every such act, omission, neglect or default of any employee or agent, or of the employee of the agent, provided that the act, omission, neglect or default was committed by—

- (a) the employee in the course of his employment;
- (b) the agent when acting on behalf of the person; or
- (c) the employee of the agent when acting in the course of his employment in such circumstances that had the act, omission, neglect or default been committed by the agent, his principal would have been liable under this section.