



# Enterprise Act 2002

## 2002 CHAPTER 40

### PART 3

#### MERGERS

### CHAPTER 1

#### DUTY TO MAKE REFERENCES

#### *Duty to make references: completed mergers*

#### <sup>F1</sup>23A. Relevant enterprises

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#### **Textual Amendments**

**F1** S. 23A omitted (4.1.2022) by virtue of [National Security and Investment Act 2021 \(c. 25\)](#), s. 66(3), [Sch. 2 para. 3](#) (with s. 62); S.I. 2021/1465, regs. 2, 3 (with regs. 4, 5)

**Changes to legislation:**

There are outstanding changes not yet made by the legislation.gov.uk editorial team to Enterprise Act 2002. Any changes that have already been made by the team appear in the content and are referenced with annotations.

[View outstanding changes](#)

**Changes and effects yet to be applied to the whole Act associated Parts and Chapters:**

Whole provisions yet to be inserted into this Act (including any effects on those provisions):

- Pt. 3 Ch. 3A inserted by [2024 c. 13 Sch. 7 para. 2](#)
- s. 22(1A) inserted by [2024 c. 13 Sch. 5 para. 2\(2\)](#)
- s. 23(2)(c) and word inserted by [2024 c. 13 Sch. 4 para. 2\(3\)\(b\)](#)
- s. 23(2B) inserted by [2024 c. 13 Sch. 4 para. 2\(4\)](#)
- s. 23(4C)-(4G) inserted by [2024 c. 13 Sch. 4 para. 2\(5\)](#)
- s. 33(1A) inserted by [2024 c. 13 Sch. 5 para. 3\(2\)](#)
- s. 34ZA(1A) inserted by [2024 c. 13 Sch. 5 para. 4\(3\)](#)
- s. 34ZD-34ZF inserted by [2024 c. 13 Sch. 5 para. 7](#)
- s. 39(2A) inserted by [2024 c. 13 s. 131\(2\)\(a\)](#)
- s. 39(3A) inserted by [2024 c. 13 Sch. 5 para. 8\(3\)](#)
- s. 39(7A) inserted by [2024 c. 13 s. 131\(2\)\(c\)](#)
- s. 51(2A) inserted by [2024 c. 13 s. 132\(2\)\(a\)](#)
- s. 51(7A) inserted by [2024 c. 13 s. 132\(2\)\(c\)](#)
- s. 59(3E)(3F) inserted by [2024 c. 13 Sch. 4 para. 6\(3\)](#)
- s. 59(6A)(a)(b) substituted for words by [2024 c. 13 Sch. 4 para. 6\(5\)](#)
- s. 74(1A) inserted by [2024 c. 13 Sch. 6 para. 9\(3\)](#)
- s. 75(3A)(3B) substituted for s. 75(3) by [2024 c. 13 Sch. 6 para. 10\(4\)](#)
- s. 79(5A) inserted by [2024 c. 13 Sch. 6 para. 11\(3\)](#)
- s. 84A-84C and cross-heading inserted by S.I. 2019/93, reg. 48A (as inserted) by [S.I. 2019/1245 reg. 9](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 86(A1) inserted by S.I. 2019/93, reg. 48B(2) (as inserted) by [S.I. 2019/1245 reg. 9](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 89(A1) inserted by [2024 c. 13 Sch. 11 para. 9\(3\)](#)
- s. 89(3) inserted by [2024 c. 13 Sch. 11 para. 9\(4\)](#)
- s. 91(3)(ba) inserted by S.I. 2019/93, reg. 48E(2)(a) (as inserted) by [S.I. 2019/1245 reg. 9](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 92(A1) inserted by S.I. 2019/93, reg. 48F(2) (as inserted) by [S.I. 2019/1245 reg. 9](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 92A inserted by S.I. 2019/93, reg. 48G (as inserted) by [S.I. 2019/1245 reg. 9](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within

that time. It was not debated and approved within 28 days, so it has expired with no effect.)

- s. 94AA94AB substituted for s. 94A by [2024 c. 13 Sch. 11 para. 11](#)
- s. 107(1)(aaa) inserted by [2024 c. 13 Sch. 5 para. 14\(2\)\(b\)](#)
- s. 107(3)(ga)(gb) inserted by [2024 c. 13 Sch. 7 para. 4\(4\)\(a\)](#)
- s. 107(6)(a)(b) inserted by [2024 c. 13 Sch. 5 para. 14\(3\)](#)
- s. 107(12) inserted by [2024 c. 13 Sch. 7 para. 4\(4\)\(b\)](#)
- s. 109(A1)(c) inserted by S.I. 2019/93, reg. 50A(2) (as inserted) by [S.I. 2019/1245 reg. 10](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 109(8B)(8C) inserted by S.I. 2019/93, reg. 50A(4) (as inserted) by [S.I. 2019/1245 reg. 10](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 110(1)-(1C) substituted for s. 110(1) by [2024 c. 13 Sch. 10 para. 15\(3\)](#)
- s. 110A(3A) inserted by S.I. 2019/93, reg. 50C(3) (as inserted) by [S.I. 2019/1245 reg. 10](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 110A(8A) inserted by [2024 c. 13 Sch. 7 para. 4\(6\)](#)
- s. 110A(10)(11) inserted by [2024 c. 13 Sch. 28 para. 2](#)
- s. 111(4A) inserted by [2024 c. 13 Sch. 10 para. 17\(7\)](#)
- s. 111(5)(b)(iii) inserted by [2024 c. 13 Sch. 28 para. 3\(d\)](#)
- s. 111(7A) inserted by [2024 c. 13 Sch. 10 para. 17\(10\)](#)
- s. 111(9)-(11) inserted by [2024 c. 13 Sch. 10 para. 17\(12\)](#)
- s. 112(A1)-(A3) inserted by [2024 c. 13 Sch. 10 para. 18\(2\)](#)
- s. 112(3A) inserted by [2024 c. 13 Sch. 10 para. 18\(6\)](#)
- s. 114(5A) inserted by [2024 c. 13 Sch. 10 para. 20\(5\)](#)
- s. 114(12)(a) words in s. 114(12) renumbered as s. 114(12)(a) by [2024 c. 13 Sch. 10 para. 20\(7\)\(a\)](#)
- s. 114(12)(b) inserted by [2024 c. 13 Sch. 10 para. 20\(7\)\(b\)](#)
- s. 116(5) inserted by [2024 c. 13 Sch. 10 para. 22\(5\)](#)
- s. 116A inserted by [2024 c. 13 Sch. 10 para. 23](#)
- s. 117(2A) inserted by [2024 c. 13 Sch. 10 para. 24\(4\)](#)
- s. 118(1)(c) and word inserted by [2024 c. 13 Sch. 7 para. 4\(7\)\(b\)](#)
- s. 120(1A)(c) inserted by [2024 c. 13 Sch. 28 para. 4\(2\)](#)
- s. 120(1A)(aa) inserted by [2024 c. 13 Sch. 7 para. 4\(8\)](#)
- s. 120(2)(b)(i) words in s. 120(2)(b) renumbered as s. 120(2)(b)(i) by [2024 c. 13 Sch. 28 para. 4\(3\)\(a\)](#)
- s. 120(2)(b)(i) words in s. 120(2)(b) renumbered as s. 120(2)(b)(i) by S.I. 2019/93, reg. 51A(4)(a) (as inserted) by [S.I. 2019/1245 reg. 11](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- s. 120(2)(b)(ii) inserted by [2024 c. 13 Sch. 28 para. 4\(3\)\(b\)](#)
- s. 120(2)(b)(ii) and word inserted by S.I. 2019/93, reg. 51A(4)(b) (as inserted) by [S.I. 2019/1245 reg. 11](#) (This amendment not applied to legislation.gov.uk. The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated

and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)

- s. 123(2)(c) inserted by 2024 c. 13 Sch. 4 para. 9(3)
- s. 123(3A) inserted by 2024 c. 13 Sch. 4 para. 9(4)
- s. 124(5A) inserted by 2024 c. 13 Sch. 14 para. 2(4)
- s. 124(6A) inserted by 2024 c. 13 Sch. 7 para. 4(9)(c)
- s. 124(6A)(6B) substituted for s. 124(6A) by 2024 c. 13 Sch. 14 para. 2(6)
- s. 124(11)(12) inserted by 2024 c. 13 Sch. 14 para. 2(7)
- s. 127(1)(ab) inserted by 2024 c. 13 Sch. 7 para. 4(10)(b)
- s. 131B(8)(9) inserted by 2024 c. 13 s. 135(4)
- s. 133(1A)(1B) inserted by 2024 c. 13 s. 136(2)(a)
- s. 133A(1)(aa) inserted by 2024 c. 13 Sch. 9 para. 2(2)(b)
- s. 133A(1)(ba) inserted by 2024 c. 13 Sch. 8 para. 3(2)
- s. 133A(1)(fa) inserted by 2024 c. 13 Sch. 9 para. 2(2)(c)
- s. 133A(2)(ca) inserted by 2024 c. 13 Sch. 9 para. 2(3)
- s. 133A(2)(za) inserted by 2024 c. 13 Sch. 8 para. 3(3)
- s. 134(2B) inserted by 2024 c. 13 s. 136(3)(c)
- s. 136(2)(aa) inserted by 2024 c. 13 Sch. 8 para. 4
- s. 138A(A1)-(A3) inserted by 2024 c. 13 Sch. 9 para. 3(2)
- s. 151(7) inserted by 2024 c. 13 s. 146(6)(d)
- s. 154A and cross-heading substituted for s. 154 and cross-heading by 2024 c. 13 Sch. 8 para. 8
- s. 155(3A) substituted for s. 155(3) by 2024 c. 13 Sch. 8 para. 9(3)
- s. 156(1)(ab) inserted by 2024 c. 13 Sch. 8 para. 10(4)(c)
- s. 156(4)-(7) inserted by 2024 c. 13 Sch. 8 para. 10(6)
- s. 161A inserted by 2024 c. 13 Sch. 11 para. 16
- s. 161B-161E and cross-heading inserted by 2024 c. 13 Sch. 9 para. 4
- s. 162A inserted by 2024 c. 13 s. 139(4)
- s. 162B inserted by 2024 c. 13 Sch. 9 para. 5
- s. 167(1)(a) words in s. 167(1) renumbered as s. 167(1)(a) by 2024 c. 13 Sch. 9 para. 7(2)(a)
- s. 167(1)(b) inserted by 2024 c. 13 Sch. 9 para. 7(2)(b)
- s. 167(10) inserted by 2024 c. 13 Sch. 11 para. 17
- s. 167A-167C inserted by 2024 c. 13 Sch. 11 para. 18
- s. 167A heading word inserted by 2024 c. 13 Sch. 9 para. 8(2)
- s. 167A(1)(a) words in s. 167A(1) renumbered as s. 167A(1)(a) by 2024 c. 13 Sch. 9 para. 8(3)(a)
- s. 167A(1)(b) inserted by 2024 c. 13 Sch. 9 para. 8(3)(b)
- s. 167B(5)(b)(i) words in s. 167B(5)(b) renumbered as s. 167B(5)(b)(i) by 2024 c. 13 Sch. 9 para. 9(2)
- s. 167B(5)(b)(ii) and word inserted by 2024 c. 13 Sch. 9 para. 9(3)
- s. 172(2)(h) and word inserted by 2024 c. 13 s. 139(7)(a)(ii)
- s. 172(2)(zc) inserted by 2024 c. 13 Sch. 9 para. 11
- s. 172(11) inserted by 2024 c. 13 s. 139(7)(b)
- s. 174A(1)-(1C) substituted for s. 174A(1) by 2024 c. 13 Sch. 10 para. 27(3)
- s. 174A(10) inserted by 2024 c. 13 Sch. 10 para. 27(7)
- s. 174D(4A) inserted by 2024 c. 13 Sch. 10 para. 29(7)
- s. 174D(6A) inserted by 2024 c. 13 Sch. 10 para. 29(9)
- s. 174D(11)-(13) inserted by 2024 c. 13 Sch. 10 para. 29(13)
- s. 174E(5) inserted by 2024 c. 13 Sch. 10 para. 30(5)
- s. 174ZA inserted by 2024 c. 13 Sch. 13 para. 17
- s. 177(1)(a) words in s. 177(1) renumbered as s. 177(1)(a) by 2024 c. 13 s. 139(8)(b)(i)
- s. 177(1)(b) inserted by 2024 c. 13 s. 139(8)(b)(ii)
- s. 180(1A)(1B) substituted for s. 180(2) by 2024 c. 13 Sch. 10 para. 32(3)
- s. 181(4A) inserted by 2024 c. 13 Sch. 14 para. 3(6)
- s. 181(5A)(5B) inserted by 2024 c. 13 Sch. 14 para. 3(8)
- s. 181(11)(12) inserted by 2024 c. 13 Sch. 14 para. 3(10)

- s. 183(3)(a)(iiia) inserted by [2024 c. 13 Sch. 8 para. 16\(b\)](#)
- s. 194(2)(e)-(g) inserted by [2024 c. 13 s. 141\(3\)\(b\)](#)
- s. 196(2A) inserted by [2024 c. 13 s. 141\(4\)](#)
- s. 243A-243F substituted for s. 243 by [2024 c. 13 s. 326\(2\)](#)
- s. 243E(2A) inserted by [2024 c. 13 Sch. 28 para. 5](#)
- s. 246A substituted for s. 246 by [2024 c. 13 s. 326\(5\)](#)
- Sch. 4 para. 21B inserted by [2024 c. 13 Sch. 3 para. 9](#)
- Sch. 5A para. 7A inserted by [2024 c. 13 Sch. 5 para. 10\(4\)](#)
- Sch. 5A para. 1A inserted by [2024 c. 13 Sch. 6 para. 12\(2\)](#)
- Sch. 5A para. 55A substituted for Sch. 5A para. 5 by [2024 c. 13 Sch. 5 para. 10\(3\)](#)
- Sch. 5A para. 1(2)(a)(b) substituted for words by [2024 c. 13 Sch. 5 para. 10\(3\)](#)
- Sch. 6A inserted by [2024 c. 13 Sch. 7 para. 3](#)
- Sch. 6B inserted by [2024 c. 13 Sch. 7 para. 3](#)
- Sch. 8 para. 20A(1A) inserted by [2024 c. 13 Sch. 7 para. 4\(13\)](#)
- Sch. 10 para. 6(aa) inserted by S.I. 2019/93, reg. 59A(12)(b) (as inserted) by [S.I. 2019/1245 reg. 13](#) (This amendment not applied to [legislation.gov.uk](#). The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- Sch. 10 para. 1(aa) inserted by S.I. 2019/93, reg. 59A(4)(b) (as inserted) by [S.I. 2019/1245 reg. 13](#) (This amendment not applied to [legislation.gov.uk](#). The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)
- Sch. 10 para. 1A inserted by S.I. 2019/93, reg. 59A(5) (as inserted) by [S.I. 2019/1245 reg. 13](#) (This amendment not applied to [legislation.gov.uk](#). The affecting statutory instrument has no legal effect. It was made under a procedure which meant that it ceased to have effect 28 days after signing unless it was debated and approved in Parliament within that time. It was not debated and approved within 28 days, so it has expired with no effect.)