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DRAFT STATUTORY INSTRUMENTS

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**2017 No.**

The Risk Transformation Regulations 2017

PART 4

Protected Cell Companies

CHAPTER 2

Registration

SECTION 3

*The register*

**Information on register**

**32.**—(1) The following information must be recorded on the register in relation to every protected cell company—

- (a) the protected cell company's name;
- (b) any names by which the protected cell company was previously known;
- (c) the protected cell company's registered number;
- (d) the date of the protected cell company's registration;
- (e) the address of the protected cell company's registered office;
- (f) if an alternative inspection location has been notified to the FCA in accordance with regulation 67, the alternative inspection location;
- (g) the protected cell company's instrument of incorporation as at the date of incorporation;
- (h) any amendments to the protected cell company's instrument of incorporation which have been approved by the FCA under regulation 27;
- (i) the protected cell company's instrument of incorporation, as amended by any amendments approved by the FCA under regulation 27;
- (j) the names or numbers of all the cells which have been created by the protected cell company;
- (k) in respect of each cell, the time and date when the cell was created;
- (l) if a cell has been dissolved, the time and date when the cell was dissolved;
- (m) copies of any written resolutions of the directors of the protected cell company provided in accordance with regulation 69(2)(c) (creation of arrangements between cells: procedure) or regulation 70(4)(b) (arrangements between cells: amendment and cancellation);
- (n) the names of the directors of the protected cell company;
- (o) the date on which each director was appointed;

- (p) the particulars of each director, with the exception, in the case of a director who is an individual, of the director's usual residential address and date of birth;
  - (q) whether each director has or had the authority to act alone or jointly with another director, and if the director may or could only act jointly with another director, the name of that other director;
  - (r) if a director was removed from office, the date on which the director was removed;
  - (s) the information provided by the protected cell company in accordance with regulation 114(5)(b) (single members);
  - (t) the information provided by the protected cell company in accordance with regulation 133 (information on capital subscribed);
  - (u) all documents required to be delivered to the FCA for registration under Part 25 (company charges) of the Companies Act 2006, as applied by regulation 155 (registration of charges);
  - (v) all documents required to be delivered to the FCA under the following provisions of the Companies Act 2006, as applied by regulation 163 (application of Companies Act regime) —
    - (i) section 394A(2)(e) (individual accounts: exemption for dormant subsidiaries)(1);
    - (ii) section 441 (annual accounts and reports)(2);
    - (iii) section 448A(2)(e) (dormant subsidiaries exempt from obligation to file accounts)(3);
    - (iv) section 479A(2)(e) (subsidiary companies: conditions for exemption from audit)(4);
  - (w) anything that must be given to the FCA under Part 15 (accounts and reports) of the Companies Act 2006, as applied by regulation 163, other than a document referred to in sub-paragraph (v);
  - (x) any application registered under regulation 174 (fast track transfers);
  - (y) any order made under regulation 175 or 177 (transfers sanctioned by court order);
  - (z) anything that must be registered as a result of a court order made under regulation 41;
  - (aa) a copy of any winding-up order made in respect of any part of the protected cell company;
  - (bb) a notice of the appointment of liquidators in respect of any part of a protected cell company;
  - (cc) an order for the dissolution of a part of the protected cell company on its winding up;
  - (dd) a return by a liquidator of the final meeting of part of a protected cell company on its winding up;
  - (ee) anything which must be given to the FCA in accordance with a requirement imposed by the insolvency legislation (as applied by regulations 166 and 167), other than the documents referred to in sub-paragraphs (aa) to (dd);
  - (ff) whether the protected cell company has been dissolved and, if so, the date of dissolution; and
  - (gg) any notice given to the FCA in accordance with section 1013(6) of the Companies Act 2006 (crown disclaimer of property vesting as *bona vacantia*) as applied by regulation 180(10) (dissolution of a protected cell company).
- (2) For the purposes of paragraph (1), the FCA may rely on information provided by the protected cell company.

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(1) Section 394A(2)(e) was inserted by S.I. 2012/2301.  
 (2) Section 441 was amended by S.I. 2008/393 and S.I. 2012/2301.  
 (3) Section 448(2)(e) was inserted by S.I. 2012/2301.  
 (4) Section 479A(2)(e) was inserted by S.I. 2012/2301.

