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*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, PART II. (See end of Document for details)*

## SCHEDULES

### <sup>F1</sup>SCHEDULE 9

#### [<sup>F2</sup>SPECIAL PROVISIONS FOR BANKING COMPANIES AND GROUPS]

##### Textual Amendments

- F1** Sch. 9 Pts. I-V (paras. 2-36) renumbered as Part I by Companies Act 1989 (c. 40, SIF 27), ss. 18(3)(4), 213(2), Sch. 7 (subject to the transitional and saving provisions mentioned in S.I. 1990/355, arts. 6-9)
- F2** Sch. 9: heading substituted (2.12.1991) by virtue of S.I. 1991/2705, regs. 5(3), 9

##### Modifications etc. (not altering text)

- C1** Sch. 9 (except para. 2(a)-(d), para. 3(c)-(e) and para. 10(1)(c)) applied with modifications by S.I. 1985/680, regs. 4-6, Sch.

### [<sup>F3</sup>PART II

#### CONSOLIDATED ACCOUNTS]

##### Textual Amendments

- F3** Sch. 9 Pt. II paras. 1-7 inserted (2.12.1991) by S.I. 1991/2705, regs. 5(4), 9, Sch. 1

##### *Undertakings to be included in consolidation*

- 1 (1) An undertaking (other than a credit institution) whose activities are a direct extension of or ancillary to banking business shall not be excluded from consolidation under section 229(4) (exclusion of undertakings whose activities are different from those of the undertakings consolidated).
- (2) For the purposes of this paragraph “banking” means the carrying on of a deposit taking business within the meaning of the Banking Act 1987.

##### *General application of provisions applicable to individual accounts*

- 2 (1) In paragraph 1 of Schedule 4A (application to group accounts of provisions applicable to Schedule 1Part IIindividual accounts), the reference in subparagraph (1) to the provisions of Schedule 4 shall be construed as a reference to the provisions of Part I of this Schedule; and accordingly:
- <sup>F4</sup>(a) . . . . .
- (b) subparagraph (3) shall be omitted.
- (2) The general application of the provisions of Part I of this Schedule in place of those of Schedule 4 is subject to the following provisions.

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### Textual Amendments

**F4** Sch. 9 Pt. II para. 2 (1)(a) repealed (1.3.1997) by S.I. 1997/220, regs. 1(3)(4), 7(11)

### *General application of provisions applicable to individual accounts*

- 2 (1) In paragraph 1 of Schedule 4A (application to group accounts of provisions applicable to Schedule 1 Part II individual accounts), the reference in sub-paragraph (1) to the provisions of Schedule 4 shall be construed as a reference to the provisions of Part I of this Schedule; and accordingly:
- (a) the reference in sub-paragraph (2) to paragraph 59 of Schedule 4 shall be construed as a reference to note (20) on the balance sheet format set out in Section B of Chapter I of Part I of this Schedule and paragraphs 66(4) and 67 of Part I of this Schedule; and
  - (b) sub-paragraph (3) shall be omitted.
- (2) The general application of the provisions of Part I of this Schedule in place of those of Schedule 4 is subject to the following provisions.

### *Minority interests and associated undertakings*

- 3 (1) The provisions of this paragraph shall have effect so as to adapt paragraphs 17 and 21 of Schedule 4A (which require items in respect of “Minority interests” and associated undertakings to be added to the formats set out in Schedule 4) to the formats prescribed by Part 1 of this Schedule.
- (2) The item required to be added to the balance sheet format by paragraph 17(2) shall be added either between Liabilities items 7 and 8 or after Liabilities item 12.
  - (3) The item required to be added to the profit and loss account format by paragraph 17(3) shall be added:
    - (a) in the case of format 1, between items 17 and 18; or
    - (b) in the case of format 2, between items A11 and A12 or between items B9 and B10.
  - (4) The item required to be added to the profit and loss account format by paragraph 17(4) shall be added:
    - (a) in the case of format 1, between items 22 and 23; or
    - (b) in the case of format 2, between items A14 and A15 or between items B11 and B12.
  - (5) Paragraph 17(5) shall not apply but for the purposes of paragraph 3(3) of Part I of this Schedule (power to combine items) the additional items required by the foregoing provisions of this paragraph shall be treated as items to which a letter is assigned.
  - (6) Paragraph 21(2) shall apply with respect to a balance sheet prepared under this Schedule as if it required Assets item 7 (Participating interests) in the balance sheet format to be replaced by the two replacement items referred to in that paragraph.
  - (7) Paragraph 21(3) shall not apply, but the following items in the profit and loss account formats, namely:
    - (a) format 1 item 3(b) (Income from participating interests)
    - (b) format 2 item B2(b) (Income from participating interests),

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shall be replaced by the following two replacement items:

- (i) “ Income from participating interests other than associated undertakings ”, which shall be shown at position 3(b) in format 1 and position B2(b) in format 2; and
- (ii) “ Income from associated undertakings ”, which shall be shown at an appropriate position.

- 4 Paragraphs 18 and 22(1) of Schedule 4A shall apply as if, in substitution for the references therein to paragraphs 17 to 19 and 21 of Schedule 4, they referred to paragraphs 24 to 26 and 28 of Part I of this Schedule.

#### *Foreign currency translation*

- 5 Any difference between:
- (a) the amount included in the consolidated accounts for the previous financial year with respect to any undertaking included in the consolidation or the group’s interest in any associated undertaking, together with the amount of any transactions undertaken to cover any such interest; and
  - (b) the opening amount for the financial year in respect of those undertakings and in respect of any such transactions

arising as a result of the application of paragraph 45 of Part I of this Schedule may be credited to (where (a) is less than (b)), or deducted from (where (a) is greater than (b)), (as the case may be) consolidated reserves.

- 6 Any income and expenditure of undertakings included in the consolidation and associated undertakings in a foreign currency may be translated for the purposes of the consolidated accounts at the average rates of exchange prevailing during the financial year.

#### *Information as to undertaking in which shares held as a result of financial assistance operation*

- 7 (1) The following provisions apply where the parent company of a banking group has a subsidiary undertaking which:
- (a) is a credit institution of which shares are held as a result of a financial assistance operation with a view to its reorganisation or rescue; and
  - (b) is excluded from consolidation under section 229(3)(c) (interest held with a view to resale).
- (2) Information as to the nature and terms of the operations shall be given in a note to the group accounts and there shall be appended to the copy of the group accounts delivered to the registrar in accordance with section 242 a copy of the undertaking’s latest individual accounts and, if it is a parent undertaking, its latest group accounts.

If the accounts appended are required by law to be audited, a copy of the auditors’ report shall also be appended.

- (3) <sup>F5</sup> . . . If any document required to be appended is in a language other than English [<sup>F6</sup>then, subject to section 710B(6)(delivery of certain Welsh documents without a

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translation),] , the directors shall annex a translation of it into English, certified in the prescribed manner to be a correct translation.

- (4) The above requirements are subject to the following qualifications:
- (a) an undertaking is not required to prepare for the purposes of this paragraph accounts which would not otherwise be prepared, and if no accounts satisfying the above requirements are prepared none need be appended;
  - (b) the accounts of an undertaking need not be appended if they would not otherwise be required to be published, or made available for public inspection, anywhere in the world, but in that case the reason for not appending the accounts shall be stated in a note to the consolidated accounts.
- (5) Where a copy of an undertaking's accounts is required to be appended to the copy of the group accounts delivered to the registrar, that fact shall be stated in a note to the group accounts.
- (6) Sub-sections (2) to (4) of section 242 (penalties, c. in case of default) apply in relation to the requirements of this paragraph as regards the delivery of documents to the registrar as they apply in relation to the requirements of sub-section (1) of that section.

**Textual Amendments**

- F5** Words in Sch. 9 Pt. II para. 7(3) repealed (1.2.1994) by 1993 c. 38, s. 35(1), Sch. 2; S.I. 1994/115, art. 2(2)
- F6** Words in Sch. 9 Pt. II para. 7(3) inserted (1.2.1994) by 1993 c. 38, s. 30(4)(a); S.I. 1994/115, art. 2(2)

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