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## SCHEDULES

### <sup>F1F1</sup>SCHEDULE 1

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#### Textual Amendments

- F1** Sch. 1 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

### <sup>F2F2</sup>SCHEDULE 2

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#### Textual Amendments

- F2** Sch. 2 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

### <sup>F3F3</sup>SCHEDULE 3

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#### Textual Amendments

- F3** Sch. 3 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

### <sup>F4F4</sup>SCHEDULE 4

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#### Textual Amendments

- F4** Sch. 4 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

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## F7F7 SCHEDULE 5

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### Textual Amendments

- F7** Sch. 5 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

## F9F9 SCHEDULE 6

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### Textual Amendments

- F9** Sch. 6 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

## F10F10 SCHEDULE 7

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### Textual Amendments

- F10** Sch. 7 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

## F11F11 SCHEDULE 8

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### Textual Amendments

- F11** Sch. 8 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12)

## F12F12 SCHEDULE 9

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**Textual Amendments**

**F12** Sch. 9 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

SCHEDULE 10

Section 23.

AMENDMENTS CONSEQUENTIAL ON PART I

**PART I**

AMENDMENTS OF THE COMPANIES ACT 1985

**F13**<sub>1</sub> .....

**Textual Amendments**

**F13** Sch. 10 para. 1 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); S.I. 2008/2860, [art. 4](#), [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, [Sch.](#))

2 **F14** .....

**Textual Amendments**

**F14** Sch. 10 para. 2 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

3 **F15** .....

**Textual Amendments**

**F15** Sch. 10 para. 3 repealed (20.1.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300, [Sch. 16](#); S.I. 2006/3428, [art. 7\(b\)](#), [Sch. 3 Pt. 1](#)

4 **F16** .....

**Textual Amendments**

**F16** Sch. 10 para. 4 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); S.I. 2007/3495, [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

5 **F17** .....

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**Textual Amendments**

**F17** Sch. 10 para. 5 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

6 **F18** .....

**Textual Amendments**

**F18** Sch. 10 para. 6 repealed (20.1.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300, [Sch. 16](#); [S.I. 2006/3428](#), [art. 7\(b\)](#), [Sch. 3 Pt. 1](#)

7 **F19** .....

**Textual Amendments**

**F19** Sch. 10 para. 7 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

8 **F20** .....

**Textual Amendments**

**F20** Sch. 10 para. 8 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with arts. 7, 12)

**F21**9 .....

**Textual Amendments**

**F21** Sch. 10 para. 9 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), [art. 4](#), [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

10 **F22** .....

**Textual Amendments**

**F22** Sch. 10 para. 10 repealed (1.10.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), {art. 8}, [Sch. 2 Pt. 1](#) (with art. 12, [Sch. 3](#) (as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, [Sch. 5 para. 2\(3\)-\(7\)](#)) and subject to [Sch. 1](#))

**F23**11 .....

**Textual Amendments**

**F23** Sch. 10 para. 11 repealed (28.2.1994) by [S.I. 1994/233](#), [regs. 1\(2\)](#), 6(5)(b)

**F24**12 .....

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**Textual Amendments**

**F24** Sch. 10 para. 12 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

<sup>F25</sup>13 .....

**Textual Amendments**

**F25** Sch. 10 para. 13 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

14 <sup>F26</sup> .....

**Textual Amendments**

**F26** Sch. 10 para. 14 repealed (20.1.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300, [Sch. 16](#); [S.I. 2006/3428](#), [art. 7\(b\)](#), [Sch. 3 Pt. 1](#)

<sup>F27</sup>15 .....

**Textual Amendments**

**F27** Sch. 10 para. 15 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

<sup>F28</sup>16 .....

**Textual Amendments**

**F28** Sch. 10 para. 16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

<sup>F29</sup>17 .....

**Textual Amendments**

**F29** Sch. 10 para. 17 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

<sup>F30</sup>18 .....

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**Textual Amendments**

**F30** Sch. 10 para. 18 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8](#), [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

19 **F31** .....

**Textual Amendments**

**F31** Sch. 10 para. 19 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with [arts. 7, 12](#))

20 **F32** .....

**Textual Amendments**

**F32** Sch. 10 para. 20 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with [arts. 7, 12](#))

21 **F33** .....

**Textual Amendments**

**F33** Sch. 10 para. 21 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with [arts. 7, 12](#))

22 **F34** .....

**Textual Amendments**

**F34** Sch. 10 para. 22 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with [arts. 7, 12](#))

23 **F35** .....

**Textual Amendments**

**F35** Sch. 10 para. 23 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), [Sch. 16](#); [S.I. 2007/3495](#), [art. 8](#), [Sch. 2 Pt. 1](#) (with [arts. 7, 12](#))

**F36**24 .....

**Textual Amendments**

**F36** Sch. 10 para. 24 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with [arts. 7, 8](#), [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

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## PART II

### AMENDMENTS OF OTHER ENACTMENTS

#### *Betting, Gaming and Lotteries Act 1963 (c.2)*

25 F37 .....

#### Textual Amendments

**F37** Sch. 10 para. 25 repealed (1.9.2007) by [Gambling Act 2005 \(c. 19\)](#), ss. 356(4)(5), 358, [Sch. 17](#) (with ss. 352, 354); S.I. 2006/3272, [art. 2\(4\)](#) (with [Sch. 4](#))

#### *Harbours Act 1964 (c.40)*

26 (1) Section 42 of the Harbours Act 1964 (accounts and reports of statutory harbour undertakers) is amended as follows.

(2) For subsection (2) substitute—

“(2) Where a statutory harbour undertaker is a parent undertaking with subsidiary undertakings which carry on harbour activities or any associated activities, then, it shall be the duty of the company also to prepare group accounts relating to the harbour activities and associated activities carried on by it and its subsidiary undertakings.”

(3) In subsection (6) (application of provisions of the <sup>M7</sup>Companies Act 1985)—

- (a) in paragraph (a) for “company accounts” substitute “individual company accounts”;
- (b) in paragraph (c) omit the words “required to be attached to a company’s balance sheet”.

(4) In subsection (9), for the definition of “holding company” and “subsidiary” substitute—

““parent undertaking” and “subsidiary undertaking” have the same meaning as in Part VII of the Companies Act 1985;”.

#### Marginal Citations

**M7** 1985 c. 6.

#### *Coal Industry Act 1971 (c.16)*

27 F38 .....

#### Textual Amendments

**F38** Sch. 10 para. 27 repealed (27.3.2004) by 1994 c. 21, ss. 67, 68(3)(b)(c), [Sch. 11 Pt. IV](#) (with s. 40(7), 66); S.I. 2004/144, [art. 3](#)

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*Aircraft and Shipbuilding Industries Act 1977 (c.3)*

F39 28 .....

**Textual Amendments**

**F39** Sch. 10 para. 28 omitted (22.3.2013) by virtue of [The Public Bodies \(Abolition of British Shipbuilders\) Order 2013 \(S.I. 2013/687\)](#), art. 1(2), [Sch. 1 para. 12](#)

*Crown Agents Act 1979 (c.43)*

F40 29 .....

**Textual Amendments**

**F40** Sch. 10 para. 29 repealed (21.3.1997) by [1995 c. 24, s. 13\(2\)](#), [Sch. 2 Pt.I](#); [S.I. 1997/1139](#), [art.2](#)

*British Telecommunications Act 1981 (c.38)*

F41 30 .....

**Textual Amendments**

**F41** Sch. 10 para. 30 repealed (26.3.2001) by [2000 c. 26, s. 127\(6\)](#), [Sch. 9](#); [S.I. 2001/1148](#), art. 2(2), [Sch.](#) Table

*Transport Act 1981 (c.56)*

31 In section 11(4) of the Transport Act 1981, for “section 235” substitute “ section 234 ”.

*Iron and Steel Act 1982 (c.25)*

32 In section 24(5) of the Iron and Steel Act 1982 (meaning of “directors’ report”) for the words from “which, under section 235” to the end substitute “ which is required to be prepared under section 234 of the Companies Act 1985 ”.

*Oil and Pipelines Act 1985 (c.62)*

33 In Schedule 3 to the Oil and Pipelines Act 1985 (Oil and Pipelines Agency: financial and other provisions), in paragraph 9(2) (duty to prepare consolidated accounts) for “subsidiaries” (three times) substitute “ subsidiary undertakings ”, and at the end of that sub-paragraph add—

“In this sub-paragraph “subsidiary undertaking” has the same meaning as in Part VII of the Companies Act 1985.”.

*Patents, Designs and Marks Act 1986 (c.39)*

34 In Schedule 2 to the Patents, Designs and Marks Act 1986 (service marks), in paragraph 1(2) (provisions in which reference to trade mark includes service mark) for sub-paragraph (ii) substitute—

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“(ii) Part I of Schedule 4 and paragraphs 5(2)(d) and 10(1)(b) and (2) of Schedule 9 (form of company balance sheets); and”.

*Company Directors Disqualification Act 1986 (c.46)*

- 35 (1) The Company Directors Disqualification Act 1986 is amended as follows.
- (2) In section 3(3)(b) (default orders)—
- (a) in sub-paragraph (i) for “section 244” substitute “ section 242(4) ”, and
  - (b) after that sub-paragraph insert—  
“(ia) section 245B of that Act (order requiring preparation of revised accounts),”.
- (3) In Schedule 1, for paragraph 5 substitute—
- “5 The extent of the director’s responsibility for any failure by the directors of the company to comply with—
- (a) section 226 or 227 of the Companies Act (duty to prepare annual accounts), or
  - (b) section 233 of that Act (approval and signature of accounts).”.

*Financial Services Act 1986 (c.60)*

<sup>F42</sup>36 .....

**Textual Amendments**

**F42** Sch. 10 paras. 36, 37 repealed (1.12.2001) by [S.I. 2001/3649](#), [arts. 1, 75\(n\)](#)

*Banking Act 1987 (c.22)*

<sup>F43</sup>37 .....

**Textual Amendments**

**F43** Sch. 10 paras. 36, 37 repealed (1.12.2001) by [S.I. 2001/3649](#), [arts. 1, 75\(n\)](#)

*Income and Corporation Taxes Act 1988 (c.1)*

- 38 (1) The Income and Corporation Taxes Act 1988 is amended as follows.
- [<sup>F44</sup>(2) In section 180 (annual return of registered profit-related pay scheme), in subsection (3) for “section 242(3)” substitute “ section 244(3) ”.]
- (3) <sup>F45</sup> .....

**Textual Amendments**

**F44** Sch. 10 para. 38(2) repealed (19.3.1997) by [1997 c. 16, ss. 61\(2\)\(3\), 113, Sch. 18 Pt. VI\(3\)](#) (with effect as mentioned in the Notes 1 and 2 at the end of Pt. VI(3), Note 2 providing that the repeal does not

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affect the repealed provision in relation to profit periods beginning before 1.1.2000 or for certain other purposes in relation to any such periods)

**F45** Sch. 10 para. 38(3) repealed (22.7.2004 with effect in accordance with s. 77 of the amending Act) by Finance Act 2004 (c. 12), s. 326, **Sch. 42 Pt. 2(7)**

*Dartford–Thurrock Crossing Act 1988 (c.20)*

39 In section 33 of the Dartford–Thurrock Crossing Act 1988 (duty to lay before Parliament copies of accounts of persons appointed to levy tolls), for subsection (2) substitute—

“(2) In relation to a company “accounts” in subsection (1) means the company’s annual accounts for a financial year, together with the relevant directors’ report and the auditors’ report on those accounts.

Expressions used in this subsection have the same meaning as in Part VII of the Companies Act 1985.”.

**F46F46** SCHEDULE 11

**Textual Amendments**

**F46** Sch. 11 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300(2), **Sch. 16**; S.I. 2007/3495, **art. 8**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 38(2))

**F50F50** SCHEDULE 12

**Textual Amendments**

**F50** Sch. 12 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300(2), **Sch. 16**; S.I. 2007/3495, **art. 8**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 38(2))

**F51F51** SCHEDULE 13

**Textual Amendments**

**F51** Sch. 13 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300(2), **Sch. 16**; S.I. 2007/3495, **art. 8**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 42)

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## [<sup>F57</sup>SCHEDULE 14

Section 47(1).

### SUPERVISORY AND QUALIFYING BODIES: RESTRICTIVE PRACTICES

#### Textual Amendments

**F57** Sch. 14 ceased to have effect (1.5.2004) by virtue of [The Competition Act 1998 and Other Enactments \(Amendment\) Regulations 2004 \(S.I. 2004/1261\)](#), reg. 5, [Sch. 2 para. 2\(2\)](#) (with reg. 6(2))

## PART I

### PREVENTION OF RESTRICTIVE PRACTICES

#### *Refusal of recognition on grounds related to competition*

- 1 (1) The Secretary of State shall before deciding whether to make a recognition order in respect of a supervisory body or professional qualification send to [<sup>F58</sup>the Office of Fair Trading (in this Schedule referred to as “the OFT”)] a copy of the rules and of any guidance which the Secretary of State is required to consider in making that decision together with such other information as the Secretary of State considers will assist the [<sup>F58</sup>OFT].
- (2) The [<sup>F59</sup>OFT] shall consider whether the rules or guidance have, or are intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition, and shall report to the Secretary of State; and the Secretary of State shall have regard to [<sup>F59</sup>its] report in deciding whether to make a recognition order.
- (3) The Secretary of State shall not make a recognition order if it appears to him that the rules and any guidance of which copies are furnished with the application have, or are intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition, unless it appears to him that the effect is reasonably justifiable having regard to the purposes of this Part of this Act.

#### Textual Amendments

- F58** Words in Sch. 14 para. 1(1) substituted (1.4.2003) by [2002 c. 40, ss. 278, 279, Sch. 25 para. 21\(4\)\(a\)\(i\); S.I. 2003/766, art. 2, Sch.](#) (with transitional and transitory provision in [art. 3](#))
- F59** Words in Sch. 14 para. 1(2) substituted (1.4.2003) by [2002 c. 40, ss. 278, 279, Sch. 25 para. 21\(4\)\(a\)\(ii\); S.I. 2003/766, art. 2, Sch.](#) (with transitional and transitory provision in [art. 3](#))

#### *Notification of changes to rules or guidance*

- 2 (1) Where a recognised supervisory or qualifying body amends, revokes or adds to its rules or guidance in a manner which may reasonably be regarded as likely—
  - (a) to restrict, distort or prevent competition to any significant extent, or
  - (b) otherwise to affect the question whether the recognition order granted to the body should continue in force,

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it shall within seven days give the Secretary of State written notice of the amendment, revocation or addition.

- (2) Notice need not be given under sub-paragraph (1) of the revocation of guidance not intended to have continuing effect or issued otherwise than in writing or other legible form, or of any amendment or addition to guidance which does not result in or consist of guidance which is intended to have continuing effect and is issued in writing or other legible form.

*Continuing scrutiny by the Director General of Fair Trading*

- 3 (1) The [F60OFT] shall keep under review the rules made or guidance issued by a recognised supervisory or qualifying body, and if [F61it] is of the opinion that any rules or guidance of such a body have, or are intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition, [F61it] shall report [F61its] opinion to the Secretary of State, stating what in [F61its] opinion the effect is or is likely to be.
- (2) The Secretary of State shall send to the [F60OFT] copies of any notice received by him under paragraph 2, together with such other information as he considers will assist the [F60OFT].
- (3) The [F60OFT] may report to the Secretary of State [F62its] opinion that any matter mentioned in such a notice does not have, and is not intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition.
- (4) The [F60OFT] may from time to time consider whether—
- (a) any practices of a recognised supervisory or qualifying body in its capacity as such, or
  - (b) any relevant practices required or contemplated by the rules or guidance of such a body or otherwise attributable to its conduct in its capacity as such,
- have, or are intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition and, if so, what that effect is or is likely to be; and if [F63it] is of that opinion [F63it] shall make a report to the Secretary of State stating [F63its] opinion and what the effect is or is likely to be.
- (5) The practices relevant for the purposes of sub-paragraph (4)(b) in the case of a recognised supervisory body are practices engaged in for the purposes of, or in connection with, appointment as a company auditor or the conduct of company audit work by persons who—
- (a) are eligible under its rules for appointment as a company auditor, or
  - (b) hold an appropriate qualification and are directors or other officers of bodies corporate which are so eligible or partners in, or employees of, partnerships which are so eligible.
- (6) The practices relevant for the purposes of sub-paragraph (4)(b) in the case of a recognised qualifying body are—
- (a) practices engaged in by persons in the course of seeking to obtain a recognised professional qualification from that body, and
  - (b) practices engaged in by persons approved by the body for the purposes of giving practical training to persons seeking such a qualification and which relate to such training.

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#### Textual Amendments

- F60** Words in Sch. 14 para. 3 substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(b)(i); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F61** Words in Sch. 14 para. 3(1) substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(b)(ii); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F62** Word in Sch. 14 para. 3(3) substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(b)(iii); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F63** Words in Sch. 14 para. 3(4) substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(b)(iv); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### *Investigatory powers of the Director*

- 4 (1) The following powers are exercisable by the [F64OFT] for the purpose of investigating any matter in connection with [F65:its] functions under paragraph 1 or 3.
- (2) The [F64OFT] may by a notice in writing require any person to produce, at a time and place specified in the notice, to the [F64OFT] or to any person appointed by [F66:it] for the purpose, any documents which are specified or described in the notice and which are documents in his custody or under his control and relating to any matter relevant to the investigation.
- (3) The [F64OFT] may by a notice in writing require any person to furnish to the [F64OFT] such information as may be specified or described in the notice, and specify the time within which and the manner and form in which any such information is to be furnished.
- (4) A person shall not under this paragraph be required to produce any document or disclose any information which he would be entitled to refuse to produce or disclose on grounds of legal professional privilege in proceedings in the High Court or on the grounds of confidentiality as between client and professional legal adviser in proceedings in the Court of Session.
- (5) F67 .....

#### Textual Amendments

- F64** Words in Sch. 14 para. 4 substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(c)(i); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F65** Word in Sch. 14 para. 4(1) substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(c)(ii); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F66** Word in Sch. 14 para. 4(2) substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(c)(iii); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)
- F67** Sch. 14 para. 4(5) repealed (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(c)(iv), Sch. 26; S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### *Enforcement*

- [F684A (1) The court may, on an application by the OFT, enquire into whether any person (“the defaulter”) has refused or otherwise failed, without reasonable excuse, to comply with a notice under paragraph 4.

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- (2) An application under sub-paragraph (1) shall include details of the possible failure which the OFT considers has occurred.
- (3) In enquiring into a case under sub-paragraph (1), the court shall hear any witness who may be produced against or on behalf of the defaulter and any statement which may be offered in defence.
- (4) Sub-paragraphs (5) and (6) apply where the court is satisfied, after hearing any witnesses and statements as mentioned in sub-paragraph (3), that the defaulter has refused or otherwise failed, without reasonable excuse, to comply with the notice under paragraph 4.
- (5) The court may punish the defaulter as it would have been able to punish him had he been guilty of contempt of court.
- (6) Where the defaulter is a body corporate, the court may punish any director or officer of the defaulter as it would have been able to punish that director or officer had the director or officer been guilty of contempt of court.
- [ Where the defaulter is a partnership constituted under the law of Scotland, the court<sup>F69</sup>(6A) may punish any partner of the defaulter as it would have been able to punish him had he been guilty of contempt of court.]
- (7) In this section “the court”—
- (a) in relation to England and Wales, means the High Court, and
  - (b) in relation to Scotland, means the Court of Session.]

#### Textual Amendments

**F68** Sch. 14 para. 4A inserted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(d); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

**F69** Sch. 14 para. 4A(6A) inserted (20.6.2003) by The Enterprise Act 2002 (Consequential and Supplemental Provisions) Order 2003 (S.I. 2003/1398), art. 2, Sch. para. 10(2)

- <sup>F70</sup>4B (1) A person commits an offence if he intentionally alters, suppresses or destroys a document which he has been required to produce by a notice under paragraph 4.
- (2) A person who commits an offence under sub-paragraph (1) shall be liable—
- (a) on summary conviction, to a fine not exceeding the statutory maximum;
  - (b) on conviction on indictment, to imprisonment for a term not exceeding two years or to a fine or to both.

#### Textual Amendments

**F70** Sch. 14 para. 4B inserted (1.4.2003) by 2002 c. 40, s. 278, Sch. 25 para. 21(4)(d); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### *Publication of Director’s reports*

- 5 (1) The [<sup>F71</sup>OFT] may, if [<sup>F71</sup>it] thinks fit, publish any report made by [<sup>F71</sup>it] under paragraph 1 or 3.

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- (2) [F71]It shall exclude from a published report, so far as practicable, any matter which relates to the affairs of a particular person (other than the supervisory or qualifying body concerned) the publication of which would or might in [F71:its] opinion seriously and prejudicially affect the interests of that person.

#### Textual Amendments

**F71** Words in Sch. 14 para. 5 substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(e); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### *Powers exercisable by the Secretary of State in consequence of report*

- 6 (1) The powers conferred by this section are exercisable by the Secretary of State if, having received and considered a report from the [F72]OFT under paragraph 3(1) or (4), it appears to him that—
- (a) any rules made or guidance issued by a recognised supervisory or qualifying body, or
  - (b) any such practices as are mentioned in paragraph 3(4),
- have, or are intended or likely to have, to any significant extent the effect of restricting, distorting or preventing competition and that that effect is greater than is reasonably justifiable having regard to the purposes of this Part of this Act.
- (2) The powers are—
- (a) to revoke the recognition order granted to the body concerned,
  - (b) to direct it to take specified steps for the purpose of securing that the rules, guidance or practices in question do not have the effect mentioned in sub-paragraph (1), and
  - (c) to make alterations in the rules of the body for that purpose.
- (3) The provisions of paragraph 3(2) to (5), (7) and (9) of Schedule 11 or, as the case may be, Schedule 12 have effect in relation to the revocation of a recognition order under sub-paragraph (2)(a) above as they have effect in relation to the revocation of such an order under that Schedule.
- (4) Before the Secretary of State exercises the power conferred by sub-paragraph (2)(b) or (c) above he shall—
- (a) give written notice of his intention to do so to the body concerned and take such steps (whether by publication or otherwise) as he thinks appropriate for bringing the notice to the attention of any other person who in his opinion is likely to be affected by the exercise of the power, and
  - (b) have regard to any representation made within such time as he considers reasonable by the body or any such other person.
- (5) A notice under sub-paragraph (4) shall give particulars of the manner in which the Secretary of State proposes to exercise the power in question and state the reasons for which he proposes to act; and the statement of reasons may include matters contained in any report received by him under paragraph 4.

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#### Textual Amendments

**F72** Word in Sch. 14 para. 6 substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(f); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### Supplementary provisions

- 7 (1) A direction under paragraph 6 is, on the application of the Secretary of State, enforceable by injunction or, in Scotland, by an order under section 45 of the <sup>M9</sup>Court of Session Act 1988.
- (2) The fact that any rules made by a recognised supervisory or qualifying body have been altered by the Secretary of State, or pursuant to a direction of the Secretary of State, under paragraph 6 does not preclude their subsequent alteration or revocation by that body.
- (3) In determining for the purposes of this Part of this Schedule whether any guidance has, or is likely to have, any particular effect the Secretary of State and the [<sup>F73</sup>OFT] may assume that the persons to whom it is addressed will act in conformity with it.

#### Textual Amendments

**F73** Word in Sch. 14 para. 7 substituted (1.4.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(f); S.I. 2003/766, art. 2, Sch. (with transitional and transitory provision in art. 3)

#### Marginal Citations

**M9** 1988 c. 36.

## PART II

### CONSEQUENTIAL EXEMPTIONS FROM COMPETITION LAW

#### *Fair Trading Act 1973 (c. 41)*

8 <sup>F74</sup> .....

#### Textual Amendments

**F74** Sch. 14 para. 8 repealed (20.6.2003) by 2002 c. 40, ss. 278, 279, Sch. 25 para. 21(4)(g), Sch. 26; S.I. 2003/1397, art. {2(1)}, Sch.

#### <sup>F75</sup>[*The Competition Act 1998*]

#### Textual Amendments

**F75** Sch. 14 para. 9 and cross-heading substituted (1.3.2000) by 1998 c. 41, s. 3(1)(b), Sch. 2 Pt. II para. 2(2) (with s. 73); S.I. 2000/344, art. 2, Sch.

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- <sup>F76</sup>19 (1) The Chapter I prohibition does not apply to an agreement for the constitution of a recognised supervisory or qualifying body to the extent to which it relates to—
- (a) rules of, or guidance issued by, the body; and
  - (b) incidental matters connected with the rules or guidance.
- (2) The Chapter I prohibition does not apply to an agreement the parties to which consist of or include—
- (a) a recognised supervisory or qualifying body, or
  - (b) any person mentioned in paragraph 3(5) or (6) above,
- to the extent to which the agreement consists of provisions the inclusion of which in the agreement is required or contemplated by the rules or guidance of that body.
- (3) The Chapter I prohibition does not apply to the practices mentioned in paragraph 3(4)(a) and (b) above.
- (4) Where a recognition order is revoked, sub-paragraphs (1) to (3) above are to continue to apply for a period of six months beginning with the day on which the revocation takes effect, as if the order were still in force.
- (5) In this paragraph—
- (a) “the Chapter I prohibition” means the prohibition imposed by section 2(1) of the Competition Act 1998,
  - (b) references to an agreement are to be read as applying equally to, or in relation to, a decision or concerted practice,
- and expressions used in this paragraph which are also used in Part I of the Competition Act 1998 are to be interpreted in the same way as for the purposes of that Part of that Act.
- (6) In the application of this paragraph to decisions and concerted practices, references to provisions of an agreement are to be read as references to elements of a decision or concerted practice.]

**Textual Amendments**

**F76** Sch. 14 para. 9 and cross-heading substituted (1.3.2000) by 1998 c. 41, s. 3(1)(b), **Sch. 2 Pt. II para. 2(2)** (with s. 73); S.I. 2000/344, art. 2, **Sch.**

*Competition Act 1980 (c. 21)*

<sup>F77</sup>10 .....

**Textual Amendments**

**F77** Sch. 14 para. 10 repealed (1.3.2000) by S.I. 2000/311, art. 24(a)

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**Textual Amendments**

**F78** Sch. 15 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2)

PROSPECTIVE

<sup>F79</sup>SCHEDULE 16

Section 107.

AMENDMENTS CONSEQUENTIAL ON PART IV

**Textual Amendments**

**F79** Sch. 16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2)

<sup>F79</sup> *Land Charges Act 1972 (c. 61)*

<sup>F79</sup>1 .....

<sup>F79</sup> *Companies Act 1985 (c. 6)*

<sup>F79</sup>1A .....

<sup>F79</sup>2 .....

<sup>F79</sup> *Insolvency Act 1986 (c. 45)*

<sup>F79</sup>3 .....

<sup>F79</sup> *Company Directors Disqualification Act 1986 (c. 46)*

<sup>F79</sup>4 .....

<sup>F80</sup>SCHEDULE 17

Section 130(7).

COMPANY CONTRACTS, SEALS, &C.: FURTHER PROVISIONS

**Textual Amendments**

**F80** Sch. 17 repealed (6.4.2007 for specified purposes, 6.4.2008 for specified purposes, 1.10.2009 insofar as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); S.I. 2006/3428, [art. 7\(c\)](#), Sch. 4 Pt. 1; S.I. 2007/3495, [art. 8](#), Sch. 2 Pt. 1 (with arts. 7, 12); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with

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arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

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F80 <sub>10</sub>	.....

SCHEDULE 18

Section 144(4).

“SUBSIDIARY” AND RELATED EXPRESSIONS: CONSEQUENTIAL AMENDMENTS AND SAVINGS

*Coal Industry Nationalisation Act 1946 (c. 59)*

- 1 In Schedule 2A to the Coal Industry Nationalisation Act 1946 (eligibility for superannuation benefits), in the definition of “subsidiary” in paragraph 5 of the Table, for “section 154 of the Companies Act 1948” substitute “section 736 of the Companies Act 1985”.

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*Electricity Act 1947 (c. 54)*

2            **F81** .....

**Textual Amendments**

**F81** Sch. 18 paras. 2, 11, 19, 26 repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\), s. 1\(1\)](#), {Sch. 1 Pt. 17 Group 5}

*Landlord and Tenant Act 1954 (c. 56)*

3            **F82** .....

**Textual Amendments**

**F82** Sch. 18 para. 3 repealed (E.W.) (1.6.2004) by [The Regulatory Reform \(Business Tenancies\) \(England and Wales\) Order 2003 \(S.I. 2003/3096\)](#), art. 28(2), [Sch. 6](#)

*Transport Act 1962 (c. 46)*

4            In the Transport Act 1946, in the definition of “subsidiary” in section 92(1) (interpretation) omit the words “(taking references in that section to a company as being references to a body corporate)”.

*Harbours Act 1964 (c. 40)*

5            In section 57(1) of the Harbours Act 1964 (interpretation), in the definition of “marine work” for “section 154 of the Companies Act 1948” substitute “section 736 of the Companies Act 1985”.

*General Rate Act 1967 (c. 9)*

6            In section 32A of the General Rate Act 1967 (rateable premises of Transport Boards), in the definition of “subsidiary” in subsection (6) omit the words “(taking references in that section to a company as being references to a body corporate)”.

*Transport Act 1968 (c. 73)*

**F83**<sup>7</sup> .....

**Textual Amendments**

**F83** Sch. 18 para. 7 repealed (1.1.1996) by [1995 c. 23, s. 60\(2\)](#), [Sch. 8 Pt.I](#) (with ss. 54, 55); [S.I. 1995/2181, art.2](#)

*Post Office Act 1969 (c. 48)*

8            In section 86 of the Post Office Act 1969 (interpretation), in subsection (2) for “736(5)(b)” substitute “736”.

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*Industry Act 1972 (c. 63)*

- 9 In section 10 of the Industry Act 1972 (construction credits), in subsection (9) for “for the purposes of the Companies Act 1985 by section 736 of that Act” substitute “by section 736 of the Companies Act 1985”.

*Coal Industry Act 1973 (c. 8)*

- 10 <sup>F84</sup> .....

**Textual Amendments**

- F84** Sch. 18 para. 10 repealed (27.3.2004) by [1994 c. 21, ss. 67, 68\(3\)\(b\)\(c\), Sch. 11 Pt. IV](#) (with [ss. 40\(7\), 66](#)); [S.I. 2004/144, art. 3](#)

*Industry Act 1975 (c. 68)*

- 11 <sup>F85</sup> .....

**Textual Amendments**

- F85** Sch. 18 paras. 2, 11, 19, 26 repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\), s. 1\(1\)](#), {Sch. 1 Pt. 17 Group 5}

*Scottish Development Agency Act 1975 (c. 69)*

- [<sup>F86</sup>12 In section 25(1) of the Scottish Development Agency Act 1975 (interpretation), in the definition of “wholly-owned subsidiary” for “section 736(5)(b)” substitute “section 736”.]

**Textual Amendments**

- F86** Sch. 18 para. 12 repealed (1.4.1991) by [Enterprise and New Towns \(Scotland\) Act 1990 \(c. 35, SIF 64\), s. 38\(2\), Sch. 5 Part I](#)

*Welsh Development Agency Act 1975 (c. 70)*

- 13 In section 27(1) of the Welsh Development Agency Act 1975 (interpretation), in the definition of “wholly-owned subsidiary” for “section 736(5)(b)” substitute “section 736”.

*Restrictive Trade Practices Act 1976 (c. 41)*

- <sup>F87</sup>14 .....

**Textual Amendments**

- F87** Sch. 18 para. 14 repealed (1.3.2000) by [S.I. 2000/311, art. 24\(b\)](#)

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*Industrial Common Ownership Act 1976 (c. 78)*

- 15 In section 2(5) of the Industrial Common Ownership Act 1976 (common ownership and co-operative enterprises) for “for the purposes of the Companies Act 1985” substitute “as defined by section 736 of the Companies Act 1985 or for the purposes of”.

*Aircraft and Shipbuilding Industries Act 1977 (c. 3)*

- 16 In section 56(1) of the Aircraft and Shipbuilding Industries Act 1977 (interpretation), in the definition of “subsidiary” for “the same meaning as in” substitute “the meaning given by section 736 of”.

*Nuclear Industry (Finance) Act 1977 (c. 7)*

- 17 In section 3 of the Nuclear Industry (Finance) Act 1977 (expenditure on acquisition of shares in National Nuclear Corporation Ltd and subsidiaries), after “within the meaning of” insert “section 736 of”.

*Coal Industry Act 1977 (c. 39)*

- 18 <sup>F88</sup> .....

**Textual Amendments**

**F88** Sch. 18 para. 18 repealed (27.3.2004) by [1994 c. 21, ss. 67, 68, Sch. 11 Pt.III](#) (with [ss. 40\(7\), 66](#)); [S.I. 2004/144, art. 2, Sch.](#)

*Shipbuilding (Redundancy Payments) Act 1978 (c. 11)*

- 19 <sup>F89</sup> .....

**Textual Amendments**

**F89** Sch. 18 paras. 2, 11, 19, 26 repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\), s. 1\(1\)](#), {[Sch. 1 Pt. 17 Group 5](#)}

*Capital Gains Tax Act 1979 (c. 14)*

- <sup>F90</sup>20 .....

**Textual Amendments**

**F90** Sch. 18 para. 20 repealed (6.3.1992 with effect as mentioned in s. 289(1)(2) of the repealing Act) by [Taxation of Chargeable Gains Act 1992 \(c. 12\), ss. 289, 290, Sch.12](#) (with [s. 201\(3\), Sch. 11 paras. 20, 22, 26\(2\), 27](#))

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*Crown Agents Act 1979 (c. 43)*

- 21 In section 31(1) of the Crown Agents Act 1979 (interpretation), in the definition of “wholly-owned subsidiary” for “section 736(5)(b)” substitute “ section 736(2) ”.

*Competition Act 1980 (c. 21)*

- 22 In sections 11(3)(f) and 12 of the Competition Act 1980 (references relating to public bodies, &c.), after “within the meaning of” insert “ section 736 of ”.

*British Aerospace Act 1980 (c. 26)*

- 23 In section 14(1) of the British Aerospace Act 1980 (interpretation)—  
(a) in the definition of “subsidiary” for “the same meaning as in the Companies Act 1948”, and  
(b) in the definition of “wholly-owned subsidiary” for “the same meaning as it has for the purposes of section 150 of the Companies Act 1948”,  
substitute “ the meaning given by section 736 of the Companies Act 1985 ”.

*Local Government, Planning and Land Act 1980 (c. 65)*

- 24 In sections 100(1), 141(7) and 170(1)(d) and (2) of the Local Government, Planning and Land Act 1980 (which refer to wholly-owned subsidiaries) for “within the meaning of section 736(5)(b)” substitute “ as defined by section 736 ”.

*British Telecommunications Act 1981 (c. 38)*

- 25 In section 85 of the British Telecommunications Act 1981 (interpretation), for subsection (2) substitute—  
“(2) Any reference in this Act to a subsidiary or wholly-owned subsidiary shall be construed in accordance with section 736 of the Companies Act 1985.”.

*Transport Act 1981 (c. 56)*

- 26 <sup>F91</sup> .....

**Textual Amendments**

**F91** Sch. 18 paras. 2, 11, 19, 26 repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\)](#), s. 1(1), {Sch. 1 Pt. 17 Group 5}

*Value Added Tax Act 1983 (c. 55)*

- <sup>F92</sup>27 .....

**Textual Amendments**

**F92** Sch. 18 para. 27 repealed (1.9.1994) by [1994 c. 23](#), ss. 100(2), 101(1), [Sch.15](#) (with [Sch. 13 para. 2](#))

*Status: Point in time view as at 26/08/2013.**Changes to legislation: Companies Act 1989 is up to date with all changes known to be in force on or before 23 June 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details)**Telecommunications Act 1984 (c. 12)*

- [<sup>F93</sup>28 In section 73(1) of the Telecommunications Act 1984 (interpretation of Part V), for “the same meaning as in” substitute “the meaning given by section 736 of”.]

**Textual Amendments**

- F93** Sch. 18 para. 28 repealed (25.7.2003 for specified purposes, 29.12.2003 for further specified purposes) by [Communications Act 2003 \(c. 21\)](#), ss. 406(7), 408, 411, [Sch. 19\(1\)](#) (with transitional provisions in [Sch. 18](#)); S.I. 2003/1900, art. 1(2), [2\(1\)](#), 3(1), [Sch. 1](#) (with art. 3(2) (as amended (8.12.2003) by S.I. 2003/3142, art. 1(3))); S.I. 2003/3142, [art. 3\(2\)](#) (with art. 11)

*London Regional Transport Act 1984 (c. 32)*

- 29 In section 68 of the London Regional Transport Act 1984 (interpretation), for the definition of “subsidiary” substitute—

““subsidiary” (subject to section 62 of this Act) has the meaning given by section 736 of the Companies Act 1985;”.

*Inheritance Tax Act 1984 (c. 51)*

- 30 (1) The Inheritance Tax Act 1984 is amended as follows.
- (2) In section 13 (dispositions by close companies for benefit of employees), in the definition of “subsidiary” in subsection (5) for “the same meaning as in” substitute “the meaning given by section 736 of”.
- (3) In section 103 (introductory provisions relating to relief for business property), in subsection (2) for “the same meanings as in” substitute “the meanings given by section 736 of”.
- (4) In section 234 (interest on instalments) in subsection (3) for “within the meaning of” substitute “as defined in section 736 of”.

*Ordnance Factories and Military Services Act 1984 (c. 59)*

- 31 In section 14 of the Ordnance Factories and Military Services Act 1984 (interpretation), for the definitions of “subsidiary” and “wholly-owned subsidiary” substitute—

““subsidiary” and “wholly-owned subsidiary” have the meanings given by section 736 of the Companies Act 1985.”.

*Companies Act 1985 (c. 6)*

- <sup>F94</sup>32 .....

**Textual Amendments**

- F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#) ss. 1295, s. 1300(2), [Sch. 16](#); S.I. 2007/2194, art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#) (and as amended by S.I. 2007/2607, arts. 1, 4 and S.I. 2007/3495, arts. 2(6), 11, [Sch. 5 para. 2\(3\)-\(7\)](#)) and subject to [Sch. 1](#)); S.I. 2008/2860, art. 4, [Sch. 1](#)

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Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

F9433 .....

**Textual Amendments**

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by Companies Act 2006 (c. 46) ss. 1295, s. 1300(2), Sch. 16; S.I. 2007/2194, art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by S.I. 2007/2607, arts. 1, 4 and S.I. 2007/3495, arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

F9434 .....

**Textual Amendments**

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by Companies Act 2006 (c. 46) ss. 1295, s. 1300(2), Sch. 16; S.I. 2007/2194, art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by S.I. 2007/2607, arts. 1, 4 and S.I. 2007/3495, arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

F9435 .....

**Textual Amendments**

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by Companies Act 2006 (c. 46) ss. 1295, s. 1300(2), Sch. 16; S.I. 2007/2194, art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by S.I. 2007/2607, arts. 1, 4 and S.I. 2007/3495, arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

F9436 .....

**Textual Amendments**

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by Companies Act 2006 (c. 46) ss. 1295, s. 1300(2), Sch. 16; S.I. 2007/2194, art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by S.I. 2007/2607, arts. 1, 4 and S.I. 2007/3495, arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476, arts. 1(3), 2(3)(4) and by S.I. 2009/1802, arts. 1, 18, Sch.)

F9437 .....

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#### Textual Amendments

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#) ss. 1295, s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); [S.I. 2008/2860](#), art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

**F94**38 .....

#### Textual Amendments

**F94** Sch. 18 paras. 32-38 repealed (1.10.2007 for the repeal of Sch. 18 paras. 34-36, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#) ss. 1295, s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 3 para. 48 ( and as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, Sch. 5 para. 2(3)-(7)) and subject to Sch.1) ); [S.I. 2008/2860](#), art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

#### *Transport Act 1985 (c. 67)*

39 In section 137(1) of the Transport Act 1985 (interpretation), in the definition of “subsidiary” for the words from “as defined” to the end substitute “ within the meaning of section 736 of the Companies Act 1985 as originally enacted (and not as substituted by section 144(1) of the Companies Act 1989); ”.

#### *Housing Act 1985 (c. 68)*

40 In section 622 of the Housing Act 1985 (minor definitions: general), in the definition of “subsidiary” for “the same meaning as in” substitute “ the meaning given by section 736 of ”.

#### *Housing Associations Act 1985 (c. 69)*

41 In section 101 of the Housing Associations Act 1985 (minor definitions: Part II), in the definition of “subsidiary” for “the same meaning as in” substitute “ the meaning given by section 736 of ”.

#### *Atomic Energy Authority Act 1986 (c. 3)*

42 In section 9 of the Atomic Energy Authority Act 1986 (interpretation), in the definition of “subsidiary” and “wholly-owned subsidiary” for “have the same meaning as in” substitute “ have the meaning given by section 736 of ”.

#### *Airports Act 1986 (c. 31)*

43 In section 82 of the Airports Act 1986 (general interpretation), in the definition of “subsidiary” for “has the same meaning as in” substitute “ has the meaning given by section 736 of ”.

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*Gas Act 1986 (c. 44)*

- 44 In the Gas Act 1986—
- (a) in section 48(1) (interpretation of Part I), in the definitions of “holding company” and “subsidiary”, and
  - (b) in section 61(1) (interpretation of Part II), in the definition of “subsidiary”, for “has the same meaning as in” substitute “ has the meaning given by section 736 of”.

*Building Societies Act 1986 (c. 53)*

- 45 In section 119 of the Building Societies Act 1986 (interpretation), in the definition of “subsidiary” for “has the same meaning as in” substitute “ has the meaning given by section 736 of”.

*Income and Corporation Taxes Act 1988 (c. 1)*

- 46 <sup>F95</sup> .....

**Textual Amendments**

**F95** Sch. 18 para. 46 repealed (6.4.2003 with effect as mentioned in s. 723(1)(a)(b) of the amending Act (subject to Sch. 7)) by [Income Tax \(Earnings and Pensions\) Act 2003 \(c. 1\)](#), ss. 723(1), 724, **Sch. 8 Pt. 1**

*British Steel Act 1988 (c. 35)*

- 47 In section 15(1) of the British Steel Act 1988 (interpretation), in the definition of “subsidiary” for “has the same meaning as in” substitute “ has the meaning given by section 736 of”.

SCHEDULE 19

Section 145.

MINOR AMENDMENTS OF THE COMPANIES ACT 1985

*Correction of cross-reference*

- <sup>F96</sup><sub>1</sub> .....

**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, **Sch. 2 Pt. 1** (with arts. 7, 12, **Sch. 3** para. 48); [S.I. 2008/2860](#), art. 4, **Sch. 1 Pt. 1** (with arts. 7, 8, **Sch. 2**) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Particulars to be given of directors and secretaries*

- <sup>F96</sup><sub>2</sub> .....

*Status: Point in time view as at 26/08/2013.*

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**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F96<sub>3</sub> .....

**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F96<sub>4</sub> .....

**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F96<sub>5</sub> .....

**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F96<sub>6</sub> .....

**Textual Amendments**

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F96<sub>7</sub> .....

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### Textual Amendments

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\), s. 1300\(2\)](#), [Sch. 16](#); [S.I. 2007/2194, art. 8, Sch. 2 Pt. 1](#) (with [arts. 7, 12, Sch. 3 para. 48](#)); [S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476, arts. 1\(3\), 2\(3\)\(4\)](#) and by [S.I. 2009/1802, arts. 1, 18, Sch.](#))

### *Transactions with directors not requiring authorisation*

F96g

### Textual Amendments

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\), s. 1300\(2\)](#), [Sch. 16](#); [S.I. 2007/2194, art. 8, Sch. 2 Pt. 1](#) (with [arts. 7, 12, Sch. 3 para. 48](#)); [S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476, arts. 1\(3\), 2\(3\)\(4\)](#) and by [S.I. 2009/1802, arts. 1, 18, Sch.](#))

### *Time limit for holding extraordinary general meeting convened on members' requisition*

F96g

### Textual Amendments

**F96** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\), s. 1300\(2\)](#), [Sch. 16](#); [S.I. 2007/2194, art. 8, Sch. 2 Pt. 1](#) (with [arts. 7, 12, Sch. 3 para. 48](#)); [S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476, arts. 1\(3\), 2\(3\)\(4\)](#) and by [S.I. 2009/1802, arts. 1, 18, Sch.](#))

### *Removal of restriction on transfer of shares*

- 10 (1) In section 456(3) of the Companies Act 1985 (removal of restrictions by order of court), in paragraph (b) (order where shares to be sold)—
- (a) for “sold” substitute “ transferred for valuable consideration ”, and
  - (b) for “sale” substitute “ transfer ”.
- (2) In section 454(2) and (3) (which refer to section 456(3)(b)) for “sell” and “sale” substitute “ transfer ”.

### *Protection of company's members against unfair prejudice*

PROSPECTIVE

F9711

*Status: Point in time view as at 26/08/2013.*

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#### Textual Amendments

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

#### *Requirements for registration by joint stock companies*

**F97**<sup>12</sup> .....

#### Textual Amendments

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

#### *Delivery of documents by oversea companies*

PROSPECTIVE

**F97**<sup>13</sup> .....

#### Textual Amendments

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

#### *Companies' registered numbers*

**F97**<sup>14</sup> .....

#### Textual Amendments

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

#### *Exemptions from limit of 20 on members of partnership*

**F97**<sup>15</sup> .....

*Status: Point in time view as at 26/08/2013.*

*Changes to legislation: Companies Act 1989 is up to date with all changes known to be in force on or before 23 June 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details)*

**Textual Amendments**

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\), s. 1300\(2\), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

**F97**16 .....

**Textual Amendments**

**F97** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\), s. 1300\(2\), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Meaning of “officer who is in default”*

17 **F98** .....

**Textual Amendments**

**F98** Sch. 19 para. 17 repealed (1.10.2007) by [Companies Act 2006 \(c. 46\), ss. 1295, 1300\(2\), Sch. 16; S.I. 2007/2194, {art. 8}, Sch. 2 Pt. 1](#) (with art. 12, Sch. 3 (as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, Sch. 5 para. 2(3)-(7))) and subject to Sch. 1)

*Offences committed by partnerships and other unincorporated bodies*

18 **F99** .....

**Textual Amendments**

**F99** Sch. 19 para. 18 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\), ss. 1295, 1300\(2\), Sch. 16; S.I. 2007/3495, art. 8, Sch. 2 Pt. 1](#) (with arts. 7, 12)

*Meaning of “office copy” in Scotland*

**F100**19 .....

**Textual Amendments**

**F100** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\), s. 1300\(2\), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Index of defined expressions*

**F100**20 .....

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**Textual Amendments**

**F100** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Fraudulent trading by unregistered companies*

**F100**<sup>21</sup> .....

**Textual Amendments**

**F100** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

SCHEDULE 20

section 153.

AMENDMENTS ABOUT MERGERS AND RELATED MATTERS

*Fair Trading Act 1973 (c. 41)*

**1** **F101** .....

**Textual Amendments**

**F101** Sch. 20 paras. 1, 20 repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\)](#), s. **1(1)**, {Sch. 1 Pt. 17 Group 5}

**2** **F102** .....

**Textual Amendments**

**F102** Sch. 20 para. 2 repealed (25.7.2003 for specified purposes, 29.12.2003 for further specified purposes) by [Communications Act 2003 \(c. 21\)](#), ss. 406(7), 411, [Sch. 19\(1\)](#), (with transitional provisions in Sch. 18); [S.I. 2003/1900](#), art. 1(2), **2(1)**, 3(1), [Sch. 1](#) (with art. 3(2) (as amended (8.12.2003) by [S.I. 2003/3142](#), art. 1(3))); [S.I. 2003/3142](#), **art. 3(2)** (with art. 11) and Sch. 20 para. 2(2) expressed to be repealed (22.7.2004) by [Statute Law \(Repeals\) Act 2004 \(c. 14\)](#), s. 1(1), {Sch. 1 Pt. 17 Group 5}

**3** **F103** .....

**Textual Amendments**

**F103** Sch. 20 para. 3 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by [2002 c. 40](#), ss. 278, 279, [Sch. 26](#); [S.I. 2003/1397](#), arts. {2(1)}, 3(1), Sch.; [S.I. 2004/3233](#), **art. 2**, [Sch.](#) (with arts. 3-5)

**4** **F104** .....

*Status: Point in time view as at 26/08/2013.*

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**Textual Amendments**

**F104** Sch. 20 para. 4 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

5 **F105** .....

**Textual Amendments**

**F105** Sch. 20 para. 5 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

6 **F106** .....

**Textual Amendments**

**F106** Sch. 20 para. 6 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

7 **F107** .....

**Textual Amendments**

**F107** Sch. 20 para. 7 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

8 **F108** .....

**Textual Amendments**

**F108** Sch. 20 para. 8 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

9 **F109** .....

**Textual Amendments**

**F109** Sch. 20 para. 9 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

10 **F110** .....

**Textual Amendments**

**F110** Sch. 20 para. 10 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

11 **F111** .....

*Status: Point in time view as at 26/08/2013.*

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#### Textual Amendments

**F111** Sch. 20 para. 11 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

12 **F112** .....

#### Textual Amendments

**F112** Sch. 20 para. 12 repealed (29.12.2003) by The Enterprise Act 2002 and Media Mergers (Consequential Amendments) Order 2003 (S.I. 2003/3180), art. 2, Sch. para. 4(2) (with art. 3)

13 (1) **F113** .....

(2) **F114** .....

#### Textual Amendments

**F113** Sch. 20 para. 13(1) repealed (29.12.2003) by The Enterprise Act 2002 and Media Mergers (Consequential Amendments) Order 2003 (S.I. 2003/3180), art. 2, Sch. para. 4(2) (with art. 3)

**F114** Sch. 20 para. 13(2) repealed (22.7.2004) by Statute Law (Repeals) Act 2004 (c. 14), s. 1(1), {Sch. 1 Pt. 17 Group 5}

14 **F115** .....

#### Textual Amendments

**F115** Sch. 20 para. 14 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

15 **F116** .....

#### Textual Amendments

**F116** Sch. 20 para. 15 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

16 **F117** .....

#### Textual Amendments

**F117** Sch. 20 para. 16 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

17 In section 132(1) of that Act, after “85(6)” there is inserted “ section 93B ”.

18 (1) In Schedule 3 to that Act, in paragraph 16(2) for “75” there is substituted “ “73 ”.

(2) This paragraph does not apply in relation to any report made before the passing of this Act.

*Status: Point in time view as at 26/08/2013.*

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19 F118 .....

**Textual Amendments**

**F118** Sch. 20 para. 19 repealed (20.6.2003 for certain purposes and otherwise 29.12.2004) by 2002 c. 40, ss. 278, 279, Sch. 26; S.I. 2003/1397, arts. {2(1)}, 3(1), Sch.; S.I. 2004/3233, art. 2, Sch. (with arts. 3-5)

20 F119 .....

**Textual Amendments**

**F119** Sch. 20 paras. 1, 20 repealed (22.7.2004) by Statute Law (Repeals) Act 2004 (c. 14), s. 1(1), {Sch. 1 Pt. 17 Group 5}

*Competition Act 1980 (c. 21)*

F120<sup>21</sup> .....

**Textual Amendments**

**F120** Sch. 20 paras. 21-24 repealed (1.3.2000) by 1998 c. 41, s. 74(1)(3), Sch. 12 para. 13, Sch. 14 Pt.I; S.I. 2000/344, art. 2, Sch.

F121<sup>22</sup> .....

**Textual Amendments**

**F121** Sch. 20 paras. 21-24 repealed (1.3.2000) by 1998 c. 41, s. 74(1)(3), Sch. 12 para. 13, Sch. 14 Pt.I; S.I. 2000/344, art. 2, Sch.

F122<sup>23</sup> .....

**Textual Amendments**

**F122** Sch. 20 paras. 21-24 repealed (1.3.2000) by 1998 c. 41, s. 74(1)(3), Sch. 12 para. 13, Sch. 14 Pt.I; S.I. 2000/344, art. 2, Sch.

F123<sup>24</sup> .....

**Textual Amendments**

**F123** Sch. 20 paras. 21-24 repealed (1.3.2000) by 1998 c. 41, s. 74(1)(3), Sch. 12 para. 13, Sch. 14 Pt.I; S.I. 2000/344, art. 2, Sch.

*Telecommunications Act 1984 (c. 12)*

25 (1) In section 13(9) of the Telecommunications Act 1984, after “Commission)” there is inserted “ together with section 24 of the Competition Act 1980 (modification of provisions about performance of Commission’s functions) ”.

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- (2) The Monopolies and Mergers Commission (Performance of Functions) Order 1989 shall have effect as if sub-paragraph (1) above had come into force immediately before the making of the Order.

*Financial Services Act 1986 (c. 60)*

F124<sup>26</sup> .....

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**Textual Amendments**  
**F124** Sch. 20 para. 26 repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(o)**

F125 SCHEDULE 21

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**Textual Amendments**  
**F125** Sch. 21 repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(p)**

F129 SCHEDULE 22

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**Textual Amendments**  
**F129** Sch. 22 repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(q)**

F130 SCHEDULE 23

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**Textual Amendments**  
**F130** Sch. 23 repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(r)**

*Status: Point in time view as at 26/08/2013.*

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## SCHEDULE 24

Section 212.

### REPEALS

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

C7 Sch. 24 restricted by S.I. 1990/354, art. 6(4)

#### Commencement Information

I31 Sch. 24 partly in force: Sch. 24 in force for certain purposes at 1.7.1991 by s. 215(2) and S.I. 1991/488, art. 2(4); Sch. 24 partly in force for certain purposes at 1.10.1991 and 1.11.1991 see s. 215 and S.I. 1991/1996, art. 2(1)(2); Sch. 24 in force for certain purposes at 3.7.1995 see s. 215 and S.I. 1995/1352, art. 3(c)(i)(ii)

Chapter	Short title	Extent of repeal
1964 c. 40.	Harbours Act 1964.	In section 42(6), the words “required to be attached to a company’s balance sheet”.
1973 c. 41.	Fair Trading Act 1973.	Section 46(3). In section 71, in subsection (1) the words “made under section 69(4) of this Act” and subsection (2). In section 74(1), the words from “and does not” to “section 69(4) of this Act”. In section 85, subsection (5) and, in subsection (6), paragraph (b) and the word “or” preceding it. In section 88(6), the words from “the relevant parties” to the “and” immediately following paragraph (c). In section 89(2), the words “Part II of”. In Schedule 9, in paragraph 4 the words from “either” to the end.
1985 c. 6.	Companies Act 1985.	Section 160(3).
1985 c. 6— <i>cont.</i>	Companies Act 1985— <i>cont.</i>	In section 169(5), the words from “, during business hours” to “for inspection”. In section 175(6)(b), the words from “during business hours” to “period”.

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*Status: Point in time view as at 26/08/2013.*

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In section 191—

(a) in subsection (1), the words from “(but” to “for inspection”;

(b) in subsection (3), paragraphs (a) and (b).

Section 201.

In section 202(1), the words “(except where section 201(3) applies)”.

Section 209(1)(j).

In section 219(1), the words from “during” to “for inspection”.

In section 288(3), the words from “during” to “for inspection”.

In section 318(7), the words from “during” to “for inspection”.

In section 356—

(a) in subsection (1), the words “during business hours”;

(b) subsections (2) and (4).

In section 383—

(a) in subsection (1), the words “during business hours”;

(b) subsection (2);

(c) in subsection (3), the words from “at a charge” to the end.

Section 389.

Section 435.

Section 440.

Section 443(4).

In section 446—

(a) in subsection (3), paragraph (b) and the word “and” preceding it;

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		(b) subsection (7). Section 447(1). In section 449(1)— (a) the words “or 448”; (b) paragraph (e). Section 452(1)(b). In section 460(1), the words “(inspection of company’s books and papers)” and “under section 440”.
1985 c. 6— <i>cont.</i>	Companies Act 1985— <i>cont.</i>	In section 464(5), at the end of paragraph (c), the word “and”. In section 466— (a) in subsection (2), paragraph (a) and (d) and the word “or” preceding the latter; (b) subsections (4) and (5); (c) in subsection (6), the words “falling under subsection (4) of this section”. In section 651(1), the words “at any time within 2 years of the date of the dissolution”. In section 708(1)(b), the words “or other material”. Sections 712 and 715. In section 716(2), the words following paragraph (c). In section 717(1), the words following paragraph (c). In section 733(3), the words from “then” to “216(3)”. In section 735A(1), the words “440, 449(1)(a) and (d)”. In section 744, the definitions of “annual return”, “authorised institution”, “authorised minimum”, “expert”, “floating charge”,

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1985 c. 6— <i>cont.</i>	Companies Act 1985— <i>cont.</i>	<p>“joint stock company” and “undistributable reserves”.</p> <p>In section 746, the words “Except as provided by section 243(6),”.</p> <p>In Schedule 2—</p> <p>(a) in paragraph 1(1), the words “paragraph 60(2) of Schedule 4 or paragraph 19(3) of Schedule 9”;</p> <p>(b) paragraph 1(5);</p> <p>(c) in paragraph 2(1), the word “23,”;</p> <p>(d) paragraph 2(2);</p> <p>(e) in paragraph 3(1), the words “paragraph 60(2) of Schedule 4 or paragraph 19(3) of Schedule 9”;</p> <p>(f) paragraph 3(3);</p> <p>(g) in paragraph 4(1), the words “(whether as personal representative or otherwise)”;</p> <p>(h) in paragraph 4(2), the words “paragraph 60(2) of Schedule 4 or paragraph 19(3) of Schedule 9”.</p> <p>In Schedule 4, paragraphs 50(6), 53(7), 60 to 70, 74, 75, 77 to 81, 87, 90 to 92 and 95.</p> <p>In Schedule 9—</p> <p>(a) paragraphs 1, 13(3) and (18), 16, 18(5), 19(3) to (7) and 21 to 26;</p> <p>(b) in paragraph 27(4), the words “of the said Part I”;</p> <p>(c) in paragraph 28, in sub-paragraph (1) the words “to which Part II of the Insurance Companies Act 1982 applies” and in sub-paragraph (2) the words “of Part I of this Schedule”;</p> <p>(d) paragraphs 29 to 31.</p> <p>In Schedule 11—</p>
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		(a) paragraph 4(b) and (c); (b) paragraph 5(b). In Schedule 13, in paragraph 25, the words from “during” to “for inspection”. Schedule 15. In Schedule 22— (a) the entry relating to section 36(4); (b) in the entry relating to sections 363 to 365, the words “(with Schedule 15)”; (c) in the entry relating to sections 384 to 393, in column 2, the word “qualifications”. In Schedule 24, the entries relating to sections 245(1), 245(2), 255(5), 260(3), 287(3), 365(3), 384(5), 386(2), 389(10), 390(7), 391(4), 392(2) and 393.
1985 c. 65.	Insolvency Act 1985.	In Schedule 6, paragraphs 7(3), 23 and 45.
1986 c. 45.	Insolvency Act 1986.	In sections 45(5), 53(2), 54(3) and 62(5), the words “and, for continued contravention, to a daily default fine”.
1986 c. 45— <i>cont.</i>	Insolvency Act 1986— <i>cont.</i>	In Schedule 10, the entries in column 5 relating to sections 45(5), 53(2), 54(3) and 62(5). In Part I of Schedule 13, the entries relating to sections 222(4), 225 and 733(3).
1986 c. 46.	Company Directors Disqualification Act 1986.	In section 21(2), the words “and section 431 (summary proceedings)”.
1986 c. 53.	Building Societies Act 1986.	In Schedule 15, in paragraph 3(2)(b), the words “, a shadow director”. In Schedule 18, paragraphs 16 and 17.
1986 c. 60.	Financial Services Act 1986.	In section 13—

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(a) subsection (1);

(b) subsections (4) to (6).

In section 48(1), the words “members of a recognised self-regulating organisation or” and “organisation or”.

In section 55—

(a) in subsection (2)(b) and (e), the words “a member of a recognised self-regulating organisation or” and “organisation or”;

(b) in subsection (3), the words “organisation or”.

In section 94—

(a) in subsection (3), the words “except section 435(1) (a) and (b) and (2)”;

(b) in subsection (4), the words “or its affairs”, “and the affairs mentioned in subsection (1) or (2) above” and “or director”.

Section 105(7).

In section 119(5), the words from “and the practices referred to in paragraph (c)” to the end.

In sections 159(1) and 160(1), the words from the beginning to “section 161 below”.

In section 179(3), the word “and” preceding paragraph (i).

Section 180(6).

Section 196(3).

Section 198(1).

In section 199(9), the words from “and, in relation” to the end.

In Schedule 11—

(a) paragraph 4(4)(b);

1986 c. 60—*cont.*

Financial Services Act  
1986—*cont.*

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		(b) paragraph 7; (c) in paragraph 10(3), the words from “and the practices referred to in paragraph (c)” to the end; (d) in paragraph 14(1), the words “other than a member society”; (e) in paragraph 14(3), the word “and” after paragraph (a). In Schedule 16, paragraph 22.
1987 c. 22.	Banking Act 1987.	In the Table in section 84(1), the entry relating to persons appointed under section 94, 106 or 177 of the Financial Services Act 1986. Section 90(1). In Schedule 6— (a) paragraph 18(1) to (6); (b) in paragraph 18(7), the words “and (1A)”; (c) paragraph 18(8) and (9); (d) in paragraph 27(3), the words “and (6)”.
1987 c. 41.	Criminal Justice (Scotland) Act 1987.	Section 55(a).
1988 c. 1.	Income and Corporation Taxes Act 1988.	Section 565(6)(b).
1988 c. 33.	Criminal Justice Act 1988.	Section 145(a).
1988 c. 48.	Copyright, Designs and Patents Act 1988.	In Schedule 7, paragraph 31.

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