



Taxation of Chargeable Gains Act 1992

1992 CHAPTER 12

PART IV

SHARES, SECURITIES, OPTIONS ETC.

CHAPTER II

REORGANISATION OF SHARE CAPITAL, CONVERSION OF SECURITIES ETC.

[^{F1}Transparent entities: disapplication of reliefs related to Mergers Directive]

[^{F1}140L. Interpretation

- (1) In sections 140A to 140K [^{F2}and this section], unless the contrary intention appears—
- (a) “the Mergers Directive” means Council Directive [^{F3}2009/133/EC,]
 - (b) “company” means an entity listed as a company in [^{F4}Part A of Annex I] to the Mergers Directive, and
 - (c) “transparent entity” means an entity which is resident in a member State other than the United Kingdom and is listed as a company in [^{F4}Part A of Annex I] to the Mergers Directive, but—
 - (i) does not have an ordinary share capital (within the meaning given by [^{F5}section 1119 of CTA 2010]), and
 - (ii) if it were resident in the United Kingdom, would not be capable of being a company within the meaning given by the Companies Act 2006.
- (2) For the purposes of those sections and subsection (1) above, a company is resident in a member State if—
- (a) it is within a charge to tax under the law of the State as being resident for that purpose, and
 - (b) it is not regarded, for the purpose of any double taxation relief arrangements to which the State is a party, as resident in a territory not within a member State.]

Status: Point in time view as at 02/12/2019. This version of this provision has been superseded.

Changes to legislation: Taxation of Chargeable Gains Act 1992, Section 140L is up to date with all changes known to be in force on or before 16 July 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

- F1** Ss. 140H-140L and cross-heading inserted (with effect in accordance with reg. 3(3) of the amending S.I.) by [The Corporation Tax \(Implementation of the Mergers Directive\) Regulations 2007 \(S.I. 2007/3186\)](#), reg. 1(2), **Sch. 3 para. 1** (with S.I. 2008/1579, **reg. 4(2)**)
- F2** Words in s. 140L(1) inserted (with effect in accordance with reg. 3 of the amending S.I.) by [The Corporation Tax \(Implementation of the Mergers Directive\) Regulations 2008 \(S.I. 2008/1579\)](#), reg. 1(2), **Sch. 1 para. 7**
- F3** Words in s. 140L(1)(a) substituted (1.7.2011) by [The Corporation Tax \(Implementation of the Mergers Directive\) Regulations 2011 \(S.I. 2011/1431\)](#), regs. 1(2), **2(3)(a)**
- F4** Words in s. 140L(1)(b)(c) substituted (1.7.2011) by [The Corporation Tax \(Implementation of the Mergers Directive\) Regulations 2011 \(S.I. 2011/1431\)](#), regs. 1(2), **2(3)(b)**
- F5** Words in s. 140L(1)(c)(i) substituted (with effect in accordance with s. 1184(1) of the amending Act) by [Corporation Tax Act 2010 \(c. 4\)](#), s. 1184(1), **Sch. 1 para. 235** (with Sch. 2)

Status:

Point in time view as at 02/12/2019. This version of this provision has been superseded.

Changes to legislation:

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