



Energy Act 2011

2011 CHAPTER 16

PART 2

SECURITY OF ENERGY SUPPLIES

CHAPTER 3

UPSTREAM PETROLEUM INFRASTRUCTURE

91 Meaning of “associate” for the purposes of section 82

- (1) For the purposes of section 82(7)(d) and (9)(a) a person is an associate of another if—
- either or both of them is a body corporate, and
 - one of them controls the other, or both are controlled by the same person or persons,
- and subsections (2) to (6) set out the circumstances in which one person (“A”) controls another (“B”).
- (2) Where B is a company, A controls B if A possesses or is entitled to acquire—
- one half or more of the issued share capital of B,
 - such rights as would entitle A to exercise one half or more of the votes exercisable in general meetings of B,
 - such part of the issued share capital of B as would entitle A to one half or more of the amount distributed if the whole of the income of B were in fact distributed among the shareholders, or
 - such rights as would, in the event of the winding up of B or in any other circumstances, entitle it to receive one half or more of the assets of B which would then be available for distribution among the shareholders.
- (3) Where B is a limited liability partnership, A controls B if A—
- holds a majority of the voting rights in B,

Changes to legislation: There are currently no known outstanding effects for the Energy Act 2011, Section 91. (See end of Document for details)

- (b) is a member of B and has a right to appoint or remove a majority of other members, or
 - (c) is a member of B and controls alone, or pursuant to an agreement with other members, a majority of the voting rights in B.
- (4) In subsection (3)(a) and (c) the references to “voting rights” are to the rights conferred on members in respect of their interests in a limited liability partnership to vote on those matters which are to be decided on by a vote of the members of the limited liability partnership.
- (5) In any case, A controls B if A has the power, directly or indirectly, to secure that the affairs of B are conducted in accordance with A's wishes.
- (6) In determining whether, by virtue of subsections (2) to (5), A controls B, A shall be taken to possess—
- (a) any rights and powers possessed by a person as nominee for it, and
 - (b) any rights and powers possessed by a body corporate which it controls (including rights and powers which such a body corporate would be taken to possess by virtue of this paragraph).

Modifications etc. (not altering text)

- C1** S. 91 applied by 1995 c. 45, s. 12(7) (as substituted (21.3.2012) by [Energy Act 2011 \(c. 16\)](#), **ss. 92(12)**, [121\(1\)](#); [S.I. 2012/873](#), **art. 2(b)(ii)**)

Commencement Information

- I1** S. 91 in force at 21.3.2012 by [S.I. 2012/873](#), **art. 2(b)(i)** (with [art. 4](#))

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