

1978 No. 722**INSURANCE****The Insurance Companies (Changes of Director, Controller or Manager) Regulations 1978**

<i>Made</i>	- - -	<i>17th May 1978</i>
<i>Laid before Parliament</i>		<i>25th May 1978</i>
<i>Coming into Operation</i>		<i>31st July 1978</i>

The Secretary of State, in exercise of his powers under sections 52, 53, 54, 85 and 86 of the Insurance Companies Act 1974(a), as modified (b), and of all other powers enabling him in that behalf, hereby makes the following Regulations:—

Citation and commencement

1. These Regulations may be cited as the Insurance Companies (Changes of Director, Controller or Manager) Regulations 1978 and shall come into operation on 31st July 1978.

Interpretation

2.—(1) In these Regulations “the Act” means the Insurance Companies Act 1974.

(2) The Interpretation Act 1889(c) shall apply for the interpretation of these Regulations as it applies for the interpretation of an Act of Parliament and as if these Regulations and the Regulations hereby revoked were Acts of Parliament.

Application

3. These Regulations apply to every insurance company to which Part II of the Act applies and are made for the purposes of sections 52, 53 and 54 of the Act.

Particulars of proposed managing director or chief executive

4. A notice served on the Secretary of State pursuant to section 52(1)(a) of the Act shall contain—

(a) 1974 c. 49.

(b) See S.I. 1978/720.

(c) 1889 c. 63.

- (a) where the person proposed to be appointed managing director or chief executive is—
 - (i) an individual, the particulars in Form A in the Schedule hereto;
 - (ii) a body corporate, the particulars in Form C in the Schedule hereto; and
- (b) where a partnership is proposed to be appointed chief executive—
 - (i) the particulars in Form A in the Schedule hereto in respect of each partner who is an individual;
 - (ii) the particulars in Form C in the Schedule hereto in respect of each partner which is a body corporate.

Particulars of persons proposing to become controller

5. A notice served on the Secretary of State pursuant to section 53(1)(a) of the Act shall contain, where the person proposing to become a controller (not being a person in respect of whom particulars have been supplied under regulation 4 above) is—

- (i) an individual, the particulars prescribed in Form B in the Schedule hereto;
- (ii) a body corporate, the particulars prescribed in Form C in the Schedule hereto.

Notification by person becoming or ceasing to be controller

6. A person who notifies an insurance company of the fact that he has become or has ceased to be a controller of that company shall, pursuant to section 54(1) of the Act, at the same time notify the company in writing of the matters prescribed in Form D in the Schedule hereto.

Notification by person becoming director

7. A person who becomes a director of an insurance company shall, pursuant to section 54(1) of the Act, notify the company in writing—

- (a) where that person is an individual, of the matters prescribed in Form B in the Schedule hereto;
- (b) where that person is a body corporate, of the matters prescribed in Form C in the Schedule hereto.

Notification by a person becoming manager

8. A person who becomes a manager of an insurance company shall, pursuant to section 54(1) of the Act, notify the company in writing—

- (a) where that person is an individual, of the matters prescribed in Form B in the Schedule hereto;
- (b) where that person is a body corporate, of the matters prescribed in Form C in the Schedule hereto; and
- (c) where that person is a partnership—
 - (i) of the matters prescribed in Form B in the Schedule hereto in respect of each partner who is an individual;
 - (ii) of the matters prescribed in Form C in the Schedule hereto in respect of each partner which is a body corporate.

Revocation

9. The Insurance Companies (Changes of Director, Controller or Manager) Regulations 1975(a) are hereby revoked.

Stanley Clinton Davis,
Parliamentary Under-Secretary of State
Department of Trade.

17th May 1978.

SCHEDULE

FORM A

Particulars of proposed Managing Director or Chief Executive or of a partner in a partnership which is a proposed Chief Executive§

The*.....proposes to appoint—

†(a)†.....as Managing Director/Chief Executive†

†(b)||....., of which†..... is a partner, as Chief Executive

and the said†..... has supplied the following particulars—

1. Surname Forename(s)
Any previous name(s) by which he has been known
2. Private address.
3. Date of birth.
Place of birth (including borough, town or city).
4. Nationality, including a statement as to whether it was acquired by birth or naturalisation.
5. Qualifications and experience, including those relating to insurance and allied matters.
6. Present occupation or employment and occupations and employment during the last ten years, including the name of the employer, the nature of the business, the position held and relevant dates.
7. Has he at any time been convicted of any offence (other than an offence committed when he was of or under the age of 17 years *unless* the same was committed within the last ten years) by any court, whether civil or military, in Great Britain or elsewhere? If so, give full particulars of the court by which he was convicted, the offence and the penalty imposed and the date of the conviction.

(Note: By virtue of Article 3(a)(iii) of the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975(b), spent convictions are to be disclosed.)

(a) S.I. 1975/959.

(b) S.I. 1975/1023.

- 8. Has he in the last ten years, in Great Britain or elsewhere, been censured, disciplined or publicly criticised by any professional body to which he belongs or belonged or been dismissed from any office or employment or refused entry to any profession or occupation? If so, give full particulars.
- 9. Has he in the last ten years been adjudicated bankrupt by a court in Great Britain or elsewhere? If so, give full particulars.
- 10. Has he at any time failed to satisfy any debt adjudged due and payable by him as a judgement-debtor under an order of a court in Great Britain or elsewhere? If so, give full particulars.
- 11. Has he, in connection with the formation or management of any body corporate or insurance company, been adjudged by a court in Great Britain or elsewhere civilly liable for any fraud, misfeasance or other misconduct by him towards such a body or company or towards any members thereof? If so, give full particulars.
- 12. Has any body corporate or insurance company with which he was associated as a director or a controller in the last ten years, in Great Britain or elsewhere, been compulsorily wound up or made any compromise or arrangement with its creditors or ceased trading in circumstances where its creditors did not receive or have not yet received full settlement of their claims, either whilst he was associated with it or within one year after he ceased to be associated with it? If so, give full particulars.
(Note: In relation to a body corporate which is not an insurance company "controller" is to be construed as a reference to a person who would, if he were a company, be a holding company of that body in accordance with section 154 of the Companies Act 1948(a).)
- 13. Of what bodies corporate or insurance companies—
 - (a) is he now a director;
 - (b) has he been a director at any time during the last ten years?

†14. In carrying out his duties as Managing Director will he be acting on the directions or instructions of any other person? If so, give full particulars.

I, †..... certify that I have supplied the above information and to the best of my knowledge and belief the information is true and complete.§

Date Signed.....

I certify that ‡..... has supplied the above information and signed the above certificate in my presence.

Date Signed
 (Director/Secretary† of the insurance company)

- * Insert name of insurance company
- ‡ Insert name of individual to whom particulars relate
- || Insert name of partnership
- † Delete as necessary

§ Note: The notice by the insurance company must contain, pursuant to section 52(2) of the Act, a statement signed by the person proposed to be appointed that the notice is served with his knowledge and consent. The statement may be included at the end of the certificate (to be signed by the person proposed to be appointed) by the addition of the words "and I certify that this notice is served with my knowledge and consent".

FORM B

Particulars of proposed Controller or of newly appointed Director or Manager or of partner in a partnership which is a newly appointed Manager.

1. Surname Forename(s)
 Any previous name(s) by which you have been known

2. Private address.
3. Date of birth.
 Place of birth (including borough, town or city).
4. Nationality, including a statement as to whether it was acquired by birth or naturalisation.
- ‡5. Qualifications and experience, including those relating to insurance and allied matters.
6. Present occupation or employment and occupations and employment during the last ten years, including the name of the employer, the nature of the business, the position held and relevant dates.
7. Have you at any time been convicted of any offence (other than an offence committed when you were of or under the age of 17 years *unless* the same was committed within the last ten years) by any court, whether civil or military, in Great Britain or elsewhere? If so, give full particulars of the court by which you were convicted, the offence and the penalty imposed and the date of the conviction.
(Note: By virtue of Article 3(a)(iii) of the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975(a), spent convictions are to be disclosed.)
8. Have you in the last ten years, in Great Britain or elsewhere, been censured, disciplined or publicly criticised by any professional body to which you belong or belonged or been dismissed from any office or employment or refused entry to any profession or occupation? If so, give full particulars.
- **9. Have you in the last ten years been adjudicated bankrupt by a court in Great Britain or elsewhere? If so, give full particulars.
10. Have you at any time failed to satisfy any debt adjudged due and payable by you as a judgement-debtor under an order of a court in Great Britain or elsewhere? If so, give full particulars.
11. Have you, in connection with the formation or management of any body corporate or insurance company, been adjudged by a court in Great Britain or elsewhere civilly liable for any fraud, misfeasance or other misconduct by you towards such a body or company or towards any members thereof? If so, give full particulars.
- **12. Has any body corporate or insurance company with which you were associated as a director or controller in the last ten years, in Great Britain or elsewhere, been compulsorily wound up or made any compromise or arrangement with its creditors or ceased trading in circumstances where its creditors did not receive or have not yet received full settlement of their claims, either whilst you were associated with it or within one year after you ceased to be associated with it? If so, give full particulars.
(Note: In relation to a body corporate which is not an insurance company "controller" is to be construed as a reference to a person who would, if he were a company, be a holding company of that body in accordance with section 154 of the Companies Act 1948(b).)

- **13. Of what bodies corporate or insurance companies—
 - (a) are you now a director;
 - (b) have you been a director at any time during the last ten years?
- **14. In carrying out your duties will you be acting on the directions or instructions of any other person? If so, give full particulars.
- †15. Give particulars of the circumstances (by reference to section 7(2)(c) of the Act) by virtue of which you will become a controller of *.....

I certify that the above information is complete and correct to the best of my knowledge and belief and that

- †(a) I propose to become a controller of *.....
 - †(b) I became a director/manager †of* on.....(date.)
 - †(c) I am a partner of ||..... which became a manager of*..... on.....(date)
- Date..... Signed.....

- ‡ To be answered by proposed controllers and by managers
- ** To be answered by proposed controllers and by directors
- † Delete as necessary
- * Insert name of insurance company
- || Insert name of partnership

FORM C

Particulars of body corporate proposing to become Managing Director, Chief Executive or Controller or which is a newly appointed Director or Manager or is a partner in a partnership which is a proposed Chief Executive or a newly appointed Manager§.

1. Name and address of body corporate and address of registered office (where different).
2. Address of principal place of business established in Great Britain.
3. Date and place of incorporation.
4. Registered number.
5. Full name of every director and every controller.
6. Name and address of main bank.
7. Accounts for last three completed financial years and particulars of any reports, resolutions and other circulars issued to shareholders during the last four years.
- †8. In the case of an oversea company within the meaning of section 406 of the Companies Act 1948 (a)—
 - (a) Name(s) and address(es) of person(s) resident in Great Britain authorised to accept on behalf of the company service of process and any notices.
 - (b) Date of registration under Part X of the Companies Act 1948.
- †9. Particulars of circumstances (by reference to section 7(2)(c) of the Act) by virtue of which the above-named body will become a controller (other than managing director or chief executive) of *.....

†10. The above-named body—

- † (i) proposes to become a controller of *.....;
- † (ii) became a director/manager†of *..... on.....(date);
- †(iii) is a partner of ||..... which became a manager of *..... on.....(date).

I certify that the above information is complete and correct to the best of my knowledge and belief.§
 Date..... Signed.....
 (Director/Secretary† of body corporate).

† I certify that the above particulars have been supplied by the above-named body and that the *..... proposes to appoint—
 †(a) the above-named body as managing director/chief executive †;
 †(b) ||..... of which the above-named body is a partner as chief executive.
 Date..... Signed.....
 (Director/Secretary† of the insurance company).

- † Delete as necessary.
- * Insert name of insurance company.
- || Insert name of partnership.

§ Note: In the case of the proposed appointment of a body corporate as managing director or chief executive (or the proposed appointment as chief executive of a partnership of which the body corporate is a partner) the notice by the insurance company must contain, pursuant to section 52(2) of the Act, a statement signed on behalf of the body corporate that the notice is served with its knowledge and consent. The statement may be included at the end of the certificate (to be signed on behalf of the body corporate) by the addition of the words "and I certify that this notice is served with the knowledge and consent of the above-named body corporate".

FORM D

Particulars of persons becoming or ceasing to be Managing Director, Chief Executive or Contoller

1. Name of person.*
2. Name of insurance company of which person has become/ceased to be† controller†/ managing director†/chief executive.†
3. Date on which person became/ceased to be † controller†/managing director†/chief executive.†
- ||4. Circumstances by virtue of which person became controller, e.g. appointment as managing director or chief executive or, in any other case, full particulars of circumstances (by reference to section 7(2) of the Act) which rendered the person a controller.
- ||5. Confirmation that section 53(1) of the Act has been complied with and that no notice of objection has been served, under section 53(2) of the Act, on the person becoming controller.
- ||6. Reason for ceasing to be controller†/managing director†/chief executive.†
 Date..... Signed.....
 || (Director/Secretary†)

- * Insert name of individual or body corporate
- † Delete as necessary
- || Delete if inapplicable

EXPLANATORY NOTE

(This Note is not part of the Regulations.)

These Regulations supersede the Insurance Companies (Changes of Director, Controller or Manager) Regulations 1975 which prescribed the information required to be supplied to the Secretary of State regarding persons proposing to become managing directors, chief executives or controllers of insurance companies and the information to be supplied to insurance companies by persons becoming or ceasing to be controllers or becoming directors or managers. These Regulations require certain additional information to be supplied in respect of directors, controllers and managers of insurance companies and, in conformity with the Rehabilitation of Offenders Act 1974 (Exceptions) Order 1975, draw attention to the requirement to disclose spent convictions when supplying particulars of previous convictions.

SI 1978/722
ISBN 0-11-083722-3



780110 837222