

## ANNEX: TRANSPOSITION NOTE

This instrument relates to the implementation of Council Directive 2012/17/EU amending Council Directive 89/666/EEC and Directives 2005/56/EC and 2009/101/EC of the European Parliament and of the Council as regards the interconnection of central, commercial and companies registers. It requires transposition by 7<sup>th</sup> July 2014 under Article 5 of the Directive, with the exception of those provisions outlined by paragraph 2 of that Article. The following table outlines those provisions in the Directive (and the corresponding Articles in the amended Directives) that require transposition by 7<sup>th</sup> July 2014.

Article 2012/17/EU	Article of amended Directive	National Provision	Elaboration
Directive 89/666/EEC			
<b>Article 1(3)</b> Requires the processing of data on business registers to be subject to Directive 95/46/EC, data protection requirements	Article 11a	Data Protection Act 1998 (c. 29)	No further transposition required. The Data Protection Directive has already been transposed into law by the Data Protection Act 1998 and applies to the registrar of companies who carries out the processing of personal data in the context of Directives 89/666/EEC, 2005/56/EC and 2009/101/EC.
Directive 2005/56/EC			
<b>Article 2(2)</b> Requires the processing of data on business registers to be subject to Directive 95/46/EC, data protection requirements	Article 17a	Data Protection Act 1998	No further transposition required. The Data Protection Directive has already been transposed into law by the Data Protection Act 1998 and applies to the registrar of companies who carries out the processing of personal data in the context of Directives 89/666/EEC, 2005/56/EC and 2009/101/EC.
Directive 2009/101/EC			
<b>Article 3(1)</b> Requires any changes to company information to be entered into the register normally within 21 days following receipt.	Article 2a	Section 1077 and section 1080 of the Companies Act 2006; Re Globespan Airways Ltd [2013] 1 WLR	No further transposition required. The UK registrar is already under well-established duties to act "as soon as reasonably practicable" in relation to the performance of the registrar's functions, which is sufficient to meet the obligation to register documents.

<p><b>Article 3(3)</b> Member States are required to ensure up to date information is available to explain how third parties are able to rely on information</p>	<p>Article 3a</p>	<p>Section 1079A of the Companies Act 2006 (as inserted by this instrument)</p>	<p>A new provision has been inserted which requires the registrar to provide information required by Article 3a(1). The provision requires the publication of the information on the e-Justice portal and explains what the e-Justice portal is.</p>
<p>Article 3(5) Requires the processing of data on business registers to be subject to Directive 95/46/EC, data protection requirements</p>	<p>Article 7a</p>	<p>Data Protection Act 1998</p>	<p>No further transposition required. The Data Protection Directive has already been transposed into law by the Data Protection Act 1998 and applies to the registrar of companies who carries out the processing of personal data in the context of Directives 89/666/EEC, 2005/56/EC and 2009/101/EC.</p>