

---

STATUTORY INSTRUMENTS

---

**2015 No. 180**

**COMPANIES**

**The Companies (Cross-Border Mergers)  
(Amendment) Regulations 2015**

<i>Made</i>	- - - -	<i>9th February 2015</i>
<i>Laid before Parliament</i>		<i>12th February 2015</i>
<i>Coming into force</i>	- -	<i>6th April 2015</i>

The Secretary of State is a Minister designated for the purposes of section 2(2) of the European Communities Act 1972<sup>(1)</sup> in relation to the creation, operation, regulation or dissolution of companies and other forms of business organisation<sup>(2)</sup>.

In exercise of the powers conferred by section 2(2) of that Act the Secretary of State makes the following Regulations:

**1.** These Regulations may be cited as the Companies (Cross-Border Mergers) (Amendment) Regulations 2015 and come into force on 6th April 2015.

**2.** In regulation 16 of the Companies (Cross-Border Mergers) Regulations 2007<sup>(3)</sup>, for paragraph (3) substitute—

“**3.** After the consequences of the cross-border merger have taken effect (see regulation 17)—

- (a) an order made under this regulation is conclusive evidence that—
  - (i) the conditions set out in paragraph (1) have been satisfied; and
  - (ii) the requirements of regulations 7 to 10 and 12 to 15 (pre-merger requirements) have been complied with; and
- (b) the cross-border merger may not be declared null and void.”

---

(1) 1972 c.68; section 2(2) was amended by section 27(1)(a) of the Legislative and Regulatory Reform Act 2006 (c. 51) and section 3(3) of, and Part 1 of the Schedule to, the European Union (Amendment) Act 2008 (c. 7).  
(2) S.I. 2007/193.  
(3) S.I. 2007/2974, to which there are amendments not relevant to these Regulations.

9th February 2015

*Jo Swinson*  
Parliamentary Under Secretary of State for  
Employment Relations and Consumer Affairs  
Department for Business, Innovation and Skills

## EXPLANATORY NOTE

*(This note is not part of the Regulations)*

These Regulations amend the Companies (Cross-Border Mergers) Regulations 2007 ([S.I. 2007/2974](#)) to ensure that a cross-border merger may not be declared null and void once the merger has taken effect and implements Article 17 of [Directive 2005/56/EC](#).

An Impact Assessment in respect of these Regulations has not been produced as there is no impact on the costs of business.