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STATUTORY INSTRUMENTS

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**2021 No. 153**

**The European Grouping of Territorial Cooperation  
and Limited Liability Partnerships etc. (Revocations  
and Amendments) (EU Exit) Regulations 2021**

**PART 1**

Introductory

**Citation, commencement and application**

1.—(1) These Regulations may be cited as the European Grouping of Territorial Cooperation and Limited Liability Partnerships etc. (Revocations and Amendments) (EU Exit) Regulations 2021 and come into force 21 days after the day on which these Regulations are laid.

(2) Regulations 4 to 18 have effect for financial years beginning on or after 6th April 2021.

**PART 2**

Revocations

**Revocations**

2.—(1) The instruments listed in Table 1 of the Schedule are revoked to the extent shown in that Table.

(2) The instruments listed in Table 2 of the Schedule are revoked, subject to paragraph (3).

(3) The instruments listed in Table 2 of the Schedule are subject to regulation 20(2) of the International Accounting Standards and European Public Limited-Liability Company (Amendment etc.) (EU Exit) Regulations 2019<sup>(1)</sup> as if they were instruments listed in Schedule 2 of those Regulations.

**PART 3**

Amendments

**Interpretation**

3. In this Part, “the 2006 Act” means the Companies Act 2006<sup>(2)</sup>.

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(1) [S.I. 2019/685](#). This instrument is amended by [S.I. 2019/1392](#), [2020/335](#) and [2020/523](#).

(2) [2006 c. 46](#). Part 15 of this Act is relevantly amended by [S.I. 2013/1970](#).

## **Amendments to the Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008**

**4.** The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008(3) are amended in accordance with this Part.

**5.** In Part 6, in the heading, for “accounts, auditor’s report and energy and carbon report”, substitute “accounts and reports”.

**6.—(1)** Regulation 13 is amended as follows.

(2) In the heading of regulation 13, for “accounts, auditor’s report and energy and carbon report”, substitute “annual accounts and reports”.

(3) In the modified version of section 423 of the 2006 Act—

- (a) in the heading, for “annual accounts and auditor’s report and energy and carbon report” substitute “annual accounts and reports”;
- (b) in the opening words of subsection (1), for “annual accounts and auditor’s report and energy and carbon report (if any)” substitute “annual accounts and reports”;
- (c) in the closing words of subsection (1)—
  - (i) after the first and second instances of “accounts”, insert “, the strategic report (if any)”;
  - (ii) after “those accounts” insert “and that strategic report”.

**7.—(1)** Regulation 14 is amended as follows.

(2) In the heading of regulation 14, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.

(3) In the modified version of section 425 of the 2006 Act, in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.

**8.—(1)** Regulation 15 is amended as follows.

(2) In the heading of regulation 15, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.

(3) In the modified version of section 431 of the 2006 Act—

- (a) in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”;
- (b) in subsection (1), after paragraph (a), insert—
  - “(aa) the last strategic report (if any)”;
- (c) in subsection (1)(b), after “accounts” insert “(including the statement (where applicable) on that strategic report)”.

**9.—(1)** Regulation 16 is amended as follows.

(2) In the heading of regulation 16, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.

(3) In the modified version of section 433 of the 2006 Act—

- (a) in the heading, for “accounts and energy and carbon report” substitute “accounts and reports”;
- (b) in subsection (1), after “balance sheet” insert “, strategic report”.

- (4) In the modified version of section 436 of the 2006 Act—
- (a) in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”;
  - (b) in subsection (1) for “accounts and energy and carbon report” substitute “accounts and reports”.

**10.** In Part 7, in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.

**11.**—(1) Regulation 17 is amended as follows.

- (2) In the modified version of section 441 of the 2006 Act—
- (a) before subsection (1) insert the heading “Duty to file accounts and reports with the registrar”;
  - (b) in subsection (1) for “accounts and auditor’s report and energy and carbon report” substitute “accounts, auditor’s report, strategic report and energy and carbon report”.
- (3) In the modified version of section 442 of the 2006 Act, after “auditor’s report” insert “, strategic report”.
- (4) In the modified version of section 443 of the 2006 Act, after “auditor’s report” insert “, strategic report”.

**12.** In regulation 19, in the modified version of section 446 of the 2006 Act, after subsection (2A) insert—

“(2B) The designated members must also deliver to the registrar a copy of the strategic report for each financial year of the LLP if the members of the LLP are under a duty to prepare a strategic report by virtue of section 414A.”.

**13.**—(1) Regulation 22 is amended as follows.

- (2) In the heading of regulation 22, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”.
- (3) In the modified version of section 451 of the 2006 Act—
- (a) in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”;
  - (b) in subsection (1)—
    - (i) for “section 441 (duty to file accounts and auditor’s report)” substitute “section 441 (duty to file accounts and reports with the registrar)”;
    - (ii) for “accounts for a financial year, the auditor’s report on those accounts and the energy and carbon report” substitute “accounts and reports for a financial year”.
- (4) In the modified version of section 452 of the 2006 Act—
- (a) in the heading, for “accounts, auditor’s report and energy and carbon report” substitute “accounts and reports”;
  - (b) in subsection (1)(a)—
    - (i) for “section 441 (duty to file accounts and auditor’s report and energy and carbon report)” substitute “section 441 (duty to file accounts and reports with the registrar)”;
    - (ii) for “accounts for a financial year, the auditor’s report on those accounts and the energy and carbon report” substitute “accounts and reports for a financial year”.
- (5) In the modified version of section 453 of the 2006 Act—
- (a) in the heading, after “accounts,” insert “strategic report,”;

- (b) for “accounts for a financial year, the auditor’s report on those accounts and the energy and carbon report” substitute “accounts and reports for a financial year”.

**14.** In Part 8, in the heading, for “accounts or energy and carbon report” substitute “accounts and reports”.

**15.—**(1) Regulation 23 is amended as follows.

- (2) In the heading of regulation 23, after “accounts” insert “, strategic report”.
- (3) In the modified version of section 454 of the 2006 Act—
- (a) before subsection (1), insert the heading “Voluntary revision of accounts etc”;
  - (b) in subsection (1), after “LLP’s annual accounts” insert “, the LLP’s strategic report”;
  - (c) in subsection (1), after “revised accounts” insert “, a revised strategic report”;
  - (d) in subsection (2), in the opening words, after “accounts” insert “, strategic report”;
  - (e) in subsection (2)(a), after “accounts” insert “, strategic report”.
- (4) In the modified version of section 455 of the 2006 Act—
- (a) in the heading, after “accounts” insert “, strategic report”;
  - (b) in subsection (1), after “annual accounts” insert “, strategic report”;
  - (c) in subsection (3), after “accounts” insert “, strategic report”;
  - (d) in subsection (3), after “revised accounts” insert “, a revised strategic report”;
  - (e) in subsection (4), for “report”, in both places it occurs, substitute “reports”;
  - (f) in subsection (5), after “revised annual accounts” insert “, revised strategic reports”.
- (5) In the modified version of section 456 of the 2006 Act—
- (a) in the heading, after “accounts” insert “, strategic report”;
  - (b) in the closing words of subsection (1), after “annual accounts of an LLP do not comply,” insert “a strategic report does not comply”;
  - (c) in subsection (3)(aa), after “revision of any” insert “strategic report or”;
  - (d) in the opening words of subsection (3A), after “preparation of a” insert “revised strategic report or”;
  - (e) in subsection (7), after “revised annual accounts” insert “, revised strategic reports”.

**16.—**(1) Regulation 24 is amended as follows.

(2) In the modified version of section 458(1)(a) of the 2006 Act, for “defective accounts” substitute “defective accounts, strategic report or energy and carbon report”.

(3) In the modified version of section 459(1) of the 2006 Act, after “annual accounts” insert “, strategic report”.

**17.** In regulation 29, in the modified version of section 471 of the 2006 Act, for subsection (2) substitute—

- “(2) In this Part an LLP’s “annual accounts and reports” for a financial year are—
- (a) its annual accounts,
  - (b) the strategic report (if any),
  - (c) the energy and carbon report (if any),
  - (d) the auditor’s report on those accounts and the strategic report (where this is covered by the auditor’s report), unless the LLP is exempt from audit.”.

18. In regulation 36, in the modified version of section 485(2) of the 2006 Act, for “annual accounts and auditor’s report”, in each place it appears, substitute “annual accounts and reports”.

**Amendment to Regulation 537/2014**

19.—(1) Regulation (EU) No. 537/2014 of the European Parliament and of the Council of 16 April 2014 on specific requirements regarding statutory audit of public-interest entities and repealing Commission [Decision 2005/909/EC](#) is amended in accordance with this regulation.

(2) In paragraph 3 of Article 16(4), omit “referred to in paragraph 2 of this Article”.

11th February 2021

*Callanan*  
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(4) Paragraph (3) is amended by [S.I. 2019/177](#).