

SCHEDULES

SCHEDULE 1

Regulation 2

LIMITED LIABILITY PARTNERSHIPS

PART 1

Application of the Insolvency Act 1986 and the Insolvency (England and Wales) Rules 2016

- 1.—(1) The Limited Liability Partnerships Regulations 2001⁽¹⁾ are amended as follows—
 - (2) In paragraph 3 of Part 2 of Schedule 6 for “Insolvency Rules 1986” substitute “Insolvency (England and Wales) Rules 2016”⁽²⁾.
- 2.—(1) The Insolvency (England and Wales) Rules 2016 (Consequential Amendments and Savings) Rules 2017⁽³⁾ are amended as follows—
 - (2) Omit rule 3(b).
- 3.—(1) The Deregulation Act 2015 and Small Business, Enterprise and Employment Act 2015 (Consequential Amendments) (Savings) Regulations 2017⁽⁴⁾ are amended as follows—
 - (2) Omit regulation 4(2)(b).

PART 2

Amendments to the Limited Liability Partnerships Regulations 2001, England and Wales

4. The Limited Liability Partnerships Regulations 2001 are amended as follows.

Part 2 of Schedule 2

5. Omit Part 2 of Schedule 2.

Schedule 3

6. Schedule 3 is amended as follows.
7. For the item relating to subsection (2) of section 2⁽⁵⁾ substitute—

(1) [S.I. 2001/1090](#); relevant amending instruments are [S.I. 2004/355](#), [2005/1989](#), [2005/2114](#), [2008/1911](#), [2009/1804](#), [2015/1641](#), and [2016/481](#).

(2) [S.I. 2016/1024](#), amended by [S.I. 2017/369](#).

(3) [S.I. 2017/369](#).

(4) [S.I. 2017/540](#).

(5) As amended by paragraph 3(a)(ii) of Schedule 2 to [S.I. 2005/1989](#).

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<i>“Provisions</i>	<i>Modifications</i>
<i>Section 2 (procedure where the nominee is not the liquidator or administrator)</i>	
subsection (2)	In paragraph (b) omit “a meeting of the company and by”. Omit paragraph (c).”

8. For the items relating to subsections (1) and (2) of section 3 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 3 (summoning of meetings)</i>	
subsection (1)	For subsection (1) substitute— “(1) Where the nominee under section 1 is not the liquidator or administrator, and it has been reported to the court under section 2(2) that the proposal should be considered by the creditors of the limited liability partnership, the person making the report shall (unless the court otherwise directs) seek a decision from the creditors of the limited liability partnership as to whether they approve the proposal.”.
subsection (2)	Omit paragraph (a).”

9. For the item relating to subsection (1) of section 4(6) substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection (1)	Omit paragraph (a).”

10. After the item relating to subsection (1) of section 4 insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection (1A)	For “The company and its creditors” substitute “The creditors of the limited liability partnership”.
subsection (3)	For “Neither the company nor its creditors” substitute “The creditors of the limited liability partnership may not”.

(6) Section 4 was amended by paragraph 4(2) of Part 1 of Schedule 9 to the Small Business, Enterprise and Employment Act 2015 (c. 26).

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<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection (4)	For “Neither the company nor its creditors” substitute “The creditors of the limited liability partnership may not”.

11. For the item relating to subsection (5) of section 4 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection (5)	Omit “the meeting of the company and”.

12. For the item relating to new subsection (5A) of section 4 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
new subsection (5A)	Insert a new subsection (5A) as follows— “(5A) If modifications to the proposal are proposed by creditors, the nominee under section 1(2) must, before the date on which the creditors are to be asked whether to approve the proposed voluntary arrangement, ascertain from the limited liability partnership whether or not it agrees to the proposed modifications; and if at that date the limited liability partnership has failed to respond to a proposed modification, it shall be presumed not to have agreed to it.”

13. For the item relating to subsection (6) of section 4 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection 6	Omit.”

14. After the item relating to subsection (6) of section 4 insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
subsection (6A)	In paragraph (a) after “creditors’ decision” insert “(including, where modifications to the proposal were proposed, the response of the limited liability partnership)”.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4 (decisions of meetings)</i>	
	In paragraph (b) after “be prescribed” insert “and to the limited liability partnership”.
15. For the item relating to subsection (2) of section 4A(7) substitute—	
<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4A (approval of arrangement)</i>	
subsection (2)	In paragraph (a) for “meeting of the company summoned under section 3 and by the company’s creditors pursuant to that section, or”, substitute “the creditors of the limited liability partnership pursuant to section 3”;
	Omit paragraph (b).”
16. After the item relating to subsection (5) of section 4A insert—	
<i>“Provisions</i>	<i>Modifications</i>
<i>Section 4A (approval of arrangement)</i>	
subsection (5A)	Omit.”
17. For the item relating to subsection (4) of section 5(8) substitute—	
<i>“Provisions</i>	<i>Modifications</i>
<i>Section 5 (effect of approval)</i>	
subsection (4)	In paragraph (a) for “each of the reports required by section 4(6) and (6A)” substitute “the report required by section 4(6A)”.
18. For the items relating to subsections (1) to (5) of section 6(9) substitute—	
<i>“Provisions</i>	<i>Modifications</i>
<i>Section 6 (challenge of decisions)</i>	
subsection (1)	In paragraph (b) omit “the meeting of the company, or in relation to”.
subsection (2)	In paragraph (a) omit “at the meeting of the company or”.

(7) As amended by paragraph 3(b) of Schedule 2 to [S.I. 2005/1989](#). Section 4A was inserted by section 2 of, and paragraph 5 of Schedule 2 to, the Insolvency Act 2000, and amended by paragraph 5(2)(a) of Part 1 of Schedule 9 to the Small Business, Enterprise and Employment Act 2015.

(8) The item relating to section 5 was amended by paragraph 3(c) of Schedule 2 to [S.I. 2005/1989](#).

(9) As amended by paragraph 3(d) of Schedule 2 to [S.I. 2005/1989](#).

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 6 (challenge of decisions)</i>	After paragraph (aa) insert a new paragraph as follows— “(ab) any member of the limited liability partnership; and”.
	Omit the word “and” at the end of paragraph (b).
	Omit paragraph (c).”
subsection (3)	In paragraph (a) for “each for the reports required by section 4(6) and (6A)” substitute “the report required by section 4(6A)”.
subsection (4)	For subsection (4) substitute the following— “(4) Where on such an application the court is satisfied as to either of the grounds mentioned in subsection (1), it may do either of the following, namely— (a) revoke or suspend any decision approving the voluntary arrangement which has effect under section 4A or, in a case falling within subsection (1)(b) any decision taken in the relevant qualifying decision procedure which has effect under that section; (b) direct any person— (i) to seek a decision from the creditors of the limited liability partnership, using a qualifying decision procedure, as to whether they approve any revised proposal the person who made the original proposal may make; or (ii) in a case falling within subsection (1)(b) and relating to the relevant qualifying decision procedure, to seek a decision from the creditors of the limited liability partnership, using a qualifying decision procedure, as to whether they approve the original proposal.”
subsection (5)	Omit “or (c).”

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19. After the item relating to subsection (5) of section 6 insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 6 (challenge of decisions)</i>	
subsection (7)(10)	Omit paragraph (a).”

20. For the item relating to subsection (2) of section 7(11) substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 7 (implementation of proposal)</i>	
subsection (2)	In paragraph (a) for “company or its creditors (or both)” substitute “creditors of the limited liability partnership”.”

21.—(1) This paragraph applies to the items which apply where a proposal under section 1 has been made, where the limited liability partnership is in administration, by the administrator or, where the limited liability partnership is being wound up, by the liquidator.

(2) For the item relating to subsection (2) of section 2 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 2</i>	
subsection (2)	In paragraph (b) for “the company” substitute “members of the limited liability partnership”.”

(3) For the item relating to subsection (2) of section 3 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 3 (summoning of meetings)</i>	
subsection (2)	In paragraph (a) for “the company” substitute “members of the limited liability partnership”.”

22. Omit the item relating to subsection (1) of section 73 (including the heading).

23. Omit the items relating to subsections (1) and (6) and new subsection (5A) of section 94 (including the heading).

24. Omit the item relating to subsection (7) of section 95.

25. For the item relating to paragraph (a) of section 96 substitute—

(10) Subsection (7) was renumbered and amended by paragraph 7(13) of Part 1 of Schedule 9 of the Small Business, Enterprise and Employment Act 2015.

(11) As amended by paragraph 3(f) of Schedule 2 to S.I. 2005/1989.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Section 96 (conversion to creditors’ voluntary winding up)</i>	
subsection (2)	For “directors” substitute “designated members”.”

- 26.** Omit the item relating to paragraph (b) of section 96.
- 27.** Omit the items relating to subsections (1) and (2) of section 98 (including the heading).
- 28.** For the items relating to subsections (1) to (3) of section 99 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 99 (directors to lay statement of affairs before creditors)</i>	
subsection (1)	For “directors of the company” substitute “designated members”.
subsection (2A)	For “directors” substitute “designated members”.
subsection (3)	For “directors” substitute “designated members”.”

- 29.** For the item relating to subsection (1) of section 100 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 100 (appointment of liquidator)</i>	
subsection (1)	For subsection (1) substitute the following— “(1) The members of the limited liability partnership may nominate a person to be liquidator at the meeting at which the resolution for voluntary winding up is passed.””

- 30.** After the item relating to subsection (1) of section 100 insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 100 (appointment of liquidator)</i>	
subsection (1B)	For “directors of the company” substitute “designated members”.”

- 31.** Omit the items relating to subsection (1) of section 106(12) (including the heading).
- 32.** Omit the item relating to subsection (2) of section 165.
- 33.** For the item relating to subsection (5) of section 166 substitute—

(12) As substituted by paragraph 29 of Part 1 of Schedule 9 to the Small Business, Enterprise and Employment Act 2015.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Section 166 (creditors’ voluntary winding up)</i>	
subsection (5)	For “directors” substitute “designated members”.”

34. For the items relating to subsections (6) and (7) of section 171 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 171 (removal, etc. (voluntary winding up))</i>	
new subsection (8)	Insert a new subsection (8) as follows— “(8) subsections (3) and (4) of section 92 are to apply for the purposes of this section as they apply for the purposes of that section.””

35. For the item relating to subsection (2) of section 173 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Section 173 (release (voluntary winding up))</i>	
subsection 2	In paragraph (a)(i) for “a general meeting of the company” substitute “a meeting of the members of the limited liability partnership.””

36. Omit the item relating to section 194 (including the heading).

Modifications to the items relating to Schedule A1 of the Insolvency Act 1986

37. The following modifications apply to the items relating to Schedule A1 of the Insolvency Act 1986(13).

38. For the item relating to sub-paragraph (2) of paragraph 6 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 6</i>	
sub-paragraph (2)	For “directors” substitute “designated members of the limited liability partnership”. In sub-paragraph (c) for “company and by the company’s creditors” substitute “creditors of the limited liability partnership”.”

39. For the item relating to sub-paragraph (1) of paragraph 7 substitute—

(13) Schedule A1 was inserted by section 1 of, and paragraph 4 of Schedule 1 to, the Insolvency Act 2000 (c. 39). The relevant items were inserted by paragraph 14 of Schedule 2 to S.I. 2005/1989.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 7</i>	
sub-paragraph (1)	For “directors of a company” substitute “designated members of the limited liability partnership”.
	In sub-paragraph (e)(iii) for “company and by the company’s creditors” substitute “creditors of the limited liability partnership”.”

40. For the items relating to sub-paragraphs (2) to (4) and (6)(c) of paragraph 8 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 8</i>	
sub-paragraph (2)(a)	Omit.
sub-paragraph (3A)	Omit.
sub-paragraph (4)(a)	Omit.
sub-paragraph 6(c)(i)	Omit.”

41. For the item relating to sub-paragraph (1) of paragraph 29 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 29</i>	
sub-paragraph (1)(a)	Omit.”

42. For the item relating to sub-paragraph (1) of paragraph 30 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 30</i>	
sub-paragraph (1)	Omit “the company meeting summoned under paragraph 29 and”.
	For “that paragraph” substitute “paragraph 29”.
new sub-paragraph (1A)	“If modifications to the proposal are proposed by creditors, the nominee must, before the date on which the creditors are to be asked whether to approve the proposed voluntary arrangement, ascertain from the limited liability partnership whether or not it agrees to the proposed modifications; and if at that date the limited liability partnership has failed to respond to a proposed modification, it shall be presumed not to have agreed to it.”.”

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43. After the item relating to new sub-paragraph (1A) of paragraph 30 (inserted by these Regulations) insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 30</i>	
sub-paragraph (2)	Omit.”

44. Omit the item relating to new sub-paragraph (2A) of paragraph 30.

45. For the item relating to sub-paragraph (3) of paragraph 30 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 30</i>	
sub-paragraph (3)	Omit.”

46. For the items relating to sub-paragraphs (1) and (7) of paragraph 31 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 31</i>	
sub-paragraph (1)(a)	Omit.
sub-paragraph (1A)	For “The company and its creditors” substitute “The creditors of the limited liability partnership”.
sub-paragraph (4)	For “Neither the company nor its creditors may” substitute “The creditors of the limited liability partnership may not”.
sub-paragraph (5)	For “neither the company nor its creditors may” substitute “the creditors of the limited liability partnership may not”.
sub-paragraph (7)	For sub-paragraph (7) substitute the following— “(7) The designated members of the limited liability partnership may, before the beginning of the relevant period, give notice to the nominee of any modifications of the proposal for which the designated members intend to seek the approval of the creditors.”.
sub-paragraph (7A)(a)	Omit.”

47. For the item relating to sub-paragraph (2) of paragraph 32 substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 32</i>	
sub-paragraph (1)	Omit.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 32</i>	
sub-paragraph (3)	Omit “the meeting of the company or (as the case may be) inform”.
sub-paragraph (4)	For sub-paragraph (4) substitute— “(4) Where, in accordance with sub-paragraph (3)(b) the nominee informs the creditors of the limited liability partnership, of the expected cost of his intended actions, the creditors by a qualifying decision procedure shall decide whether or not to approve that expected cost.”.
sub-paragraph (6)	For “A meeting of the company may resolve, and the creditors by a qualifying decision procedure may decide,” substitute “The creditors by a qualifying decision procedure may decide”.

48. After the items relating to paragraph 32 insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 35</i>	
sub-paragraph (1)	Omit “a meeting of the company resolves, or”.
sub-paragraph (1A)	Omit “meeting may resolve, and the”.
	Omit “by the meeting or (as the case may be)”.
sub-paragraph (2)	Omit.”

49. Omit the item relating to paragraph 37.

50. For the items relating to paragraph 38 sub-paragraphs (1)(a) to (5) substitute—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 38</i>	
sub-paragraph (1)(b)	Omit “at or in relation to the meeting of the company summoned under paragraph 29, or”.
sub-paragraph (2)(a)	Omit “at the meeting of the company or”.
sub-paragraph (3)(a)	For “30(3) and (4)” substitute “30(4)”.
sub-paragraph (4)(a)(ii)	Omit “by the meeting of the company, or”.
sub-paragraph (4)(b)	Omit.
sub-paragraph (5)	Omit “(b)(i) or”.
sub-paragraph (6)	For “(4)(b) or (c)” substitute “(4)(c)”.

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<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 38</i>	
sub-paragraph (7)(a)	Omit “(b) or”.”

51. Omit the item relating to sub-paragraph (1) of paragraph 39.

Modification to the items relating to Schedule B1 to the Insolvency Act 1986

52. The following modification applies to the items relating to Schedule B1 to the Insolvency Act 1986(14).

53. After the item relating to paragraph 42, insert—

<i>“Provisions</i>	<i>Modifications</i>
<i>Paragraph 60A</i>	
sub-paragraph (3)(b)	For “a company connected with the company.” substitute “a company or limited liability partnership connected with the limited liability partnership.”.”

Modification to the items relating to Schedule 10 to the Insolvency Act 1986

54.—(1) The following modification applies to the items relating to Schedule 10 to the Insolvency Act 1986.

(2) Omit the item relating to section 106(6).

New Schedule 7 (Transitional and savings provisions)

55. After Schedule 6 insert—

“SCHEDULE 7

TRANSITIONAL AND SAVINGS PROVISIONS

Interpretation

1. In this Schedule—

“the 1986 Act” means the Insolvency Act 1986, as applied to limited liability partnerships(15);

“the 1986 Rules” means the Insolvency Rules 1986(16) as they had effect immediately before the 6th April 2017 in their application to limited liability partnerships(17);

(14) Schedule B1 was inserted by section 248 of, and Schedule 16 to, the Enterprise Act 2002 (c. 40). The relevant item was inserted by paragraph 14 of Schedule 2 to S.I. 2005/1989.

(15) By S.I. 2001/1090.

(16) S.I. 1986/1925 amended by S.I. 1987/1919, 1989/397, 1991/495, 1993/602, 1995/586, 1999/359, 1999/1022, 2001/763, 2002/1307, 2002/2712, 2003/1730, 2004/584, 2004/1070, 2005/527, 2006/1272, 2007/1974, 2008/737, 2009/642, 2009/2472, 2010/686, 2010/734, 2011/785, 2012/469, 2013/2135, 2014/817, 2015/443, 2016/187, 2016/90; there are other amending instruments but none is relevant.

(17) By S.I. 2001/1090.

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“the 2016 Rules” means the Insolvency (England and Wales) Rules 2016, as applied to limited liability partnerships⁽¹⁸⁾; and

“the commencement date” means the date this Schedule comes into force.

Amendments to the 2016 Rules made by the Insolvency Amendment (EU 2015/848) Regulations 2017 do not apply where proceedings opened before commencement date

2.—(1) The amendments made by the Insolvency Amendment (EU 2015/848) Regulations 2017⁽¹⁹⁾ to the 2016 Rules do not apply where proceedings in relation to a limited liability partnership opened before the commencement date.

(2) The time at which proceedings are opened is to be determined for the purpose of this paragraph in accordance with Article 2(8) of Regulation (EU) 2015/848 of the European Parliament and of the Council of 20th May 2015⁽²⁰⁾.

Requirement for office-holder to provide information to creditors on opting out

3.—(1) Rule 1.39 of the 2016 Rules (which requires an office-holder to inform a creditor in the first communication that the creditor may elect to opt out of receiving further documents relating to the proceedings) does not apply to an office-holder in relation to a limited liability partnership who delivers the first communication before the commencement date.

(2) However, if such an office-holder informs a creditor in a communication that the creditor may elect to opt out as mentioned in sub-paragraph (1), the communication must contain the information required by rule 1.39(2) of the 2016 Rules.

Electronic communication

4.—(1) Where proceedings in relation to a limited liability partnership commence before the commencement date, Rule 1.45(4) of the 2016 Rules does not apply.

(2) For the purposes of this paragraph proceedings “commence” on—

- (a) the delivery of a proposal for a voluntary arrangement to the intended nominee;
- (b) the appointment of an administrator under paragraph 14 or 22 of Schedule B1 to the 1986 Act⁽²¹⁾;
- (c) the making of an administration order;
- (d) the appointment of an administrative receiver;
- (e) the passing or deemed passing of a resolution to wind up a limited liability partnership;
or
- (f) the making of a winding-up order.

Statements of affairs

5.—(1) Where proceedings in relation to a limited liability partnership commence before the commencement date and a person is required to provide a statement of affairs, the provisions of the 2016 Rules relating to statements of affairs in administration, administrative receivership and winding up do not apply and the following rules in the 1986 Rules continue to apply—

- (a) rules 2.28 to 2.32 (administration);

⁽¹⁸⁾ By S.I. 2001/1090.

⁽¹⁹⁾ S.I. 2017/702

⁽²⁰⁾ OJEU L.141 of 5 June 2015 p.19.

⁽²¹⁾ Schedule B1 was inserted by paragraph 1 of Schedule 16 to the Enterprise Act 2002 (c. 40).

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- (b) rules 3.3 to 3.8 (administrative receivership); and
 - (c) rules 4.32 to 4.42 (winding up).
- (2) For the purposes of this paragraph proceedings “commence” on—
- (a) the appointment of an administrator under paragraph 14 or 22 of Schedule B1;
 - (b) the making of an administration order;
 - (c) the appointment of an administrative receiver
 - (d) the passing or deemed passing of a resolution to wind up a limited liability partnership;
or
 - (e) the making of a winding-up order.

Savings in respect of meetings taking place on or after the commencement date and resolutions by correspondence

6.—(1) This paragraph applies where in relation to a limited liability partnership on or after the commencement date—

- (a) a creditors’ or contributories’ meeting is to be held as a result of a notice issued before that date in relation to a meeting for which provision is made by the 1986 Rules or the 1986 Act;
- (b) a meeting is to be held as a result of a requisition by a creditor or contributory made before that date;
- (c) a meeting is to be held as a result of a statement made under paragraph 52(1)(b) of Schedule B1 to the 1986 Act and a request is made before that date which obliges the administrator to summon an initial creditors’ meeting; or
- (d) a meeting is required by sections 93 or 105(22) of the 1986 Act in the winding up of a limited liability partnership where the resolution to wind up was passed before 6th April 2010.

(2) Where a meeting referred to in sub-paragraph (1)(a) to (d) is held in relation to a limited liability partnership, Part 15 of the 2016 Rules does not apply and the provisions of the 1986 Rules relating to the following continue to apply—

- (a) the requirement to hold the meeting;
- (b) notice and advertisement of the meeting;
- (c) governance of the meeting;
- (d) recording and taking minutes of the meeting;
- (e) the report or return of the meeting;
- (f) membership and formalities of establishment of liquidation and creditors’ committees where a resolution to form the committee is passed at the meeting;
- (g) the office-holder’s resignation or removal at the meeting;
- (h) the office-holder’s release;
- (i) fixing the office-holder’s remuneration;
- (j) hand-over of assets to a supervisor of a voluntary arrangement where the proposal is approved at the meeting;
- (k) the notice of the appointment of a supervisor of a voluntary arrangement where the appointment is made at the meeting;

(22) As preserved by article 12(2) of [S.I. 2010/18](#).

- (l) claims that remuneration is or that other expenses are excessive; and
 - (m) complaints about exclusion at the meeting.
- (3) Where in relation to a limited liability partnership, before the commencement date, the office-holder seeks to obtain the passing of a resolution by correspondence under rule 2.48, 4.63A or 6.88A of the 1986 Rules—
- (a) the relevant provisions of the 2016 Rules do not apply;
 - (b) the provisions of the 1986 Rules relating to resolutions by correspondence continue to apply; and
 - (c) the provisions of the 1986 Rules referred to in sub-paragraph (2) of this paragraph apply in relation to any meeting that those provisions require the office-holder to summon.
- (4) However, any application to the court in respect of a meeting or vote to which this paragraph applies is to be made in accordance with Part 12 of the 2016 Rules.

Savings in respect of final meetings taking place on or after the commencement date

- 7.—(1) This paragraph applies where—
- (a) before the commencement date—
 - (i) a final report to creditors is sent under rule 4.49D of the 1986 Rules (final report to creditors in liquidation),
 - (ii) a final report to creditors and bankrupt is sent under rule 6.78B of the 1986 Rules (final report to creditors and bankrupt), or
 - (iii) a meeting is called under sections 94, 106, 146 or 331 of the 1986 Act (final meeting); and
 - (b) a meeting under section 94, 106, 146 or 331 of the 1986 Act is held on or after the commencement date.
- (2) Where this paragraph applies, Part 15 of the 2016 Rules does not apply and the provisions of the 1986 Rules relating to the following continue to apply—
- (a) the requirement to hold the meeting;
 - (b) notice and advertisement of the meeting;
 - (c) governance of the meeting;
 - (d) recording and taking minutes of the meeting;
 - (e) the form and content of the final report;
 - (f) the office-holder's resignation or removal;
 - (g) the office-holder's release;
 - (h) fixing the office-holder's remuneration;
 - (i) requests for further information from creditors;
 - (j) claims that remuneration is or other expenses are excessive; and
 - (k) complaints about exclusion at the meeting.
- (3) However, any application to the court in respect of such a meeting is to be made in accordance with Part 12 of the 2016 Rules.

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Progress reports and statements to the registrar of companies

8.—(1) Where in relation to a limited liability partnership an obligation to prepare a progress report arises but is not fulfilled before the commencement date the following provisions of the 1986 Rules continue to apply—

- (a) rule 2.47 (reports to creditors in administration); and
- (b) rules 4.49B and 4.49C (progress reports—winding up).

(2) Where before the commencement date, a notice under paragraph 83(3) of Schedule B1 to the 1986 Act is sent to the registrar of companies, rule 2.117A(1) of the 1986 Rules continues to apply.

(3) The provisions of the 2016 Rules relating to progress reporting do not apply in the case of the winding up of a limited liability partnership, where the winding-up order was made on a petition presented before 6th April 2010.

(4) Where the voluntary winding up of a limited liability partnership commenced before 6th April 2010, rule 4.223-CVL of the 1986 Rules as it had effect immediately before that date in its application to limited liability partnerships, continues to apply

(5) Where, in relation to a limited liability partnership, before the commencement date an office-holder ceases to act, or an administrator sends a progress report to creditors in support of a request for their consent to an extension of the administration, resulting in a change in reporting period under rule 2.47(3A), 2.47(3B), 4.49B(5), 4.49C(3), or 6.78A(4) of the 1986 Rules, the period for which reports must be made is the period for which reports were required to be made under the 1986 Rules immediately before the commencement date.

Foreign currency

9.—(1) Where, in relation to a limited liability partnership, before the commencement date an amount stated in a foreign currency on an application, claim or proof of debt is converted into sterling by the office-holder under rules 2.86, 4.91, 5A.3 or 6.111 of the 1986 Rules, the office-holder and any successor to the office-holder must continue to use the same exchange rate for subsequent conversions of that currency into sterling for the purpose of distributing any assets of the limited liability partnership.

(2) However when, in relation to a limited liability partnership, an office-holder, convener, appointed person or chair uses an exchange rate to convert an application, claim or proof in a foreign currency into sterling solely for voting purposes before the commencement date, subparagraph (1) does not prevent the office-holder from using an alternative rate for subsequent conversions.

CVA moratoria

10. Where, before the commencement date, the designated members of a limited liability partnership submit to the nominee the document, statement and information required under paragraph 6(1) of Schedule A1 to the 1986 Act, the provisions of the 1986 Rules relating to moratoria continue to apply to the proposed voluntary arrangement.

Priority of expenses of voluntary arrangements

11. Rule 4.21A of the 1986 Rules (expenses of voluntary arrangement) continues to apply in relation to a limited liability partnership where a winding up petition is presented before the commencement date.

General powers of liquidator

12. Rule 4.184 of the 1986 Rules (general powers of liquidator) continues to apply in relation to a limited liability partnership as regards a person dealing in good faith and for value with a liquidator and in respect of the power of the court or the liquidation committee to ratify anything done by the liquidator without permission before the commencement date.

Applications before the court

13.—(1) Where, in relation to a limited liability partnership, an application to court is filed or a petition for winding up is presented under the 1986 Act or under the 1986 Rules before the commencement date and the court remains seised of that application or petition on the commencement date, the 1986 Rules continue to apply to that application or petition.

(2) For the purpose of sub-paragraph (1), the court is no longer seised of an application or petition for winding up when—

- (a) in relation to an application, it makes an order having the effect of determining of the application; or
- (b) in relation to a petition for winding up—
 - (i) the court makes a winding up order,
 - (ii) the court dismisses the petition, or
 - (iii) the petition is withdrawn.

Forms

14. A form contained in Schedule 4 to the 1986 Rules may be used in relation to a limited liability partnership on or after the commencement date if—

- (a) the form is used to provide a statement of affairs in proceedings where pursuant to paragraph 5 of this Schedule the provisions of the 1986 Rules set out in that paragraph continue to apply;
- (b) the form relates to a meeting held under the 1986 Rules as described in paragraph 6(1) of this Schedule;
- (c) the form is required because before the commencement date, the office-holder seeks to obtain the passing of a resolution by correspondence; or
- (d) the form relates to any application to the court or petition for winding up presented before the commencement date.

Administrations commenced before 15th September 2003

15. The 1986 Rules continue to apply to administrations of limited liability partnerships where the petition for an administration order was presented before 15th September 2003.

Set-off in insolvency proceedings commenced before 1st April 2005

16. Where before 1st April 2005 a limited liability partnership entered administration or went into liquidation, the office-holder calculating any set-off must apply the 1986 Rules as they had effect in their application to limited liability partnerships immediately before 1st April 2005.

Status: This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

Calculating the value of future debts in insolvency proceedings commenced before 1st April 2005

17. Where before 1st April 2005 a limited liability partnership entered administration or went into liquidation the office-holder calculating the value of a future debt for the purpose of dividend (and no other purpose) must apply the 1986 Rules as they had effect in their application to limited liability partnerships immediately before 1st April 2005.

Insolvency practitioner fees and expenses estimates

18.—(1) Rules 18.4(1)(e), 18.16(4) to (10), and 18.30 of the 2016 Rules do not apply in relation to limited liability partnerships where before 1st October 2015—

- (a) the appointment of an administrator took effect;
- (b) a liquidator was nominated under section 100(2), or 139(3) of the 1986 Act;
- (c) a liquidator was appointed under section 139(4) or 140 of the 1986 Act;
- (d) a person was directed by the court or appointed to be a liquidator under section 100(3) of the 1986 Act; or
- (e) a liquidator was nominated or the administrator became the liquidator under paragraph 83(7) of Schedule B1 to the 1986 Act.

(2) Rule 18.20(4) and (5) of the 2016 Rules do not apply in relation to a limited liability partnership where an administrator was appointed before 1st October 2015 and—

- (a) the limited liability partnership is wound up under paragraph 83 of Schedule B1 to the 1986 Act on or after the commencement date and the administrator becomes the liquidator; or
- (b) a winding-up order is made upon the appointment of an administrator ceasing to have effect on or after the commencement date and the court under section 140(1) of the 1986 Act appoints as liquidator the person whose appointment as administrator has ceased to have effect.

Transitional provision for limited liability partnerships entering administration before 6th April 2010 and moving to voluntary liquidation between 6th April 2010 and commencement (inclusive of those dates)

19. Where—

- (a) a limited liability partnership went into administration before 6th April 2010, and
- (b) the limited liability partnership goes into voluntary liquidation under paragraph 83 of Schedule B1 between 6th April 2010 and commencement (inclusive of those dates),

the 1986 Rules as amended by the Insolvency (Amendment) Rules 2010⁽²³⁾ apply to the extent necessary to give effect to section 104A of the Act notwithstanding that by virtue of paragraph 1(6)(a) or (b) of Schedule 4 to the Insolvency (Amendment) Rules 2010 those amendments to the Insolvency Rules 1986 would otherwise not apply.”

(23) S.I. 2010/686.

PART 3

Limited Liability Partnerships, Scotland

Amendment of Limited Liability Partnerships Regulations 2001

56.—(1) Schedule 4 to the Limited Liability Partnerships Regulations 2001 (provisions of Insolvency Act 1986 not applied to Scotland) is amended as follows.

- (2) In the entry against section 106(**24**) (final account prior to dissolution)—
 - (a) for “(3), (4) and (5)” substitute “(3) to (7)”; and
 - (b) at the end, insert “or a statement about a member State liquidator”.
- (3) In the entry against section 172(**25**) (removal etc. on winding up by the court)—
 - (a) for “subsection (8) to the extent that that subsection does” substitute “subsections (8) to (10) to the extent that those subsections do”; and
 - (b) at the end, insert “or a statement about a member State liquidator”.

Amendment of Limited Liability Partnerships (Scotland) Regulations 2001

57.—(1) Schedule 2 to the Limited Liability Partnerships (Scotland) Regulations 2001(**26**) (provisions of the Insolvency Act 1986) is amended as follows.

- (2) In the entry against section 106—
 - (a) for “(3), (4) and (5)” substitute “(3) to (7)”; and
 - (b) at the end, insert “or a statement about a member State liquidator”.
- (3) In the entry against section 172—
 - (a) for “subsection (8) to the extent that that subsection does” substitute “subsections (8) to (10) to the extent that those subsections do”; and
 - (b) at the end, insert “or a statement about a member State liquidator”.

PART 4

Limited Liability Partnerships, Northern Ireland

The Limited Liability Partnerships Regulations (Northern Ireland) 2004

58.—(1) The Limited Liability Partnerships Regulations (Northern Ireland) 2004(**27**) are amended as follows.

- (2) In Schedule 3, omit the entry in respect of article 348A.

(24) As amended by paragraph 56 of Part 4 of Schedule 1 to [S.I. 2017/702](#).

(25) As amended by paragraph 57 of Part 4 of Schedule 1 to [S.I. 2017/702](#).

(26) [S.S.I. 2001/128](#).

(27) [S.R. 2004/307](#), amended by [S.R. 2002/3152](#); there are other amending instruments but none is relevant.