

Industry Act 1975

CHAPTER 68

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ELIZABETH II



Industry Act 1975

1975 CHAPTER 68

An Act to establish a National Enterprise Board; to confer on the Secretary of State power to prohibit the passing to persons not resident in the United Kingdom of control of undertakings engaged in manufacturing industry, and power to acquire compulsorily the capital or assets of such undertakings where control has passed to such persons or there is a probability that it will pass; to amend the Industry Act 1972 and the Development of Inventions Act 1967; to make provision for the disclosure of information relating to manufacturing undertakings to the Secretary of State or the Minister of Agriculture, Fisheries and Food, and to trade unions; and for connected purposes.

[12th November 1975]

BE IT ENACTED by the Queen's most Excellent Majesty, by and with the advice and consent of the Lords Spiritual and Temporal, and Commons, in this present Parliament assembled, and by the authority of the same, as follows:—

PART I

NATIONAL ENTERPRISE BOARD

Establishment of Board

1.—(1) There shall be a body to be called the National Enterprise Board (in this Act referred to as “the Board”) having the functions specified in the following provisions of this Act.

The National Enterprise Board.

PART I

(2) The Board shall consist of a chairman and not less than eight nor more than sixteen other members.

(3) The chairman and other members of the Board shall be appointed by the Secretary of State.

(4) The Secretary of State may appoint one or more of the Board's members to be deputy chairman or deputy chairmen.

(5) The Board, with the approval of the Secretary of State, may appoint a chief executive of the Board.

(6) It is hereby declared that the Board shall not be regarded as the servant or agent of the Crown, or as enjoying any status immunity or privilege of the Crown, and that the Board's property is not to be regarded as the property of, or property held on behalf of, the Crown.

(7) The Board shall not be exempt, except as provided by paragraph 18 of Schedule 1 below, from any tax, duty, rate, levy or other charge whatsoever, whether general or local.

(8) The Secretary of State shall maintain a register of members' financial interests and shall ensure that all members of the Board enter statements of such of their financial interests as, were they Members of the House of Commons, they would be required to register in accordance with resolutions of that House, any such resolution being construed, in its application to members of the Board, with appropriate modifications.

(9) Schedules 1 and 2 to this Act shall have effect.

General
purposes and
functions.

2.—(1) The purposes for which the Board may exercise their functions are—

- (a) the development or assistance of the economy of the United Kingdom or any part of the United Kingdom ;
- (b) the promotion in any part of the United Kingdom of industrial efficiency and international competitiveness ;
and
- (c) the provision, maintenance or safeguarding of productive employment in any part of the United Kingdom.

(2) The functions of the Board shall be—

- (a) establishing, maintaining or developing, or promoting or assisting the establishment, maintenance or development of any industrial undertaking ;
- (b) promoting or assisting the reorganisation or development of an industry or any undertaking in an industry ;
- (c) extending public ownership into profitable areas of manufacturing industry ;

- (d) promoting industrial democracy in undertakings which the Board control ; and
- (e) taking over publicly owned securities and other publicly owned property, and holding and managing securities and property which are taken over.

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(3) The Board may do anything, whether in the United Kingdom or elsewhere, which is calculated to facilitate the discharge of the functions specified in subsection (2) above or is incidental or conducive to their discharge.

(4) In particular, but not so as to derogate from the generality of subsection (3) above, the Board shall have power—

- (a) to acquire, hold and dispose of securities ;
- (b) to form bodies corporate ;
- (c) to form partnerships with other persons ;
- (d) to make loans ;
- (e) to guarantee obligations (arising out of loans or otherwise) incurred by other persons ;
- (f) to acquire and dispose of land, premises, plant, machinery and equipment and other property ;
- (g) to make land, premises, plant, machinery and equipment and other property available for use by other persons ; and
- (h) to provide services in relation to finance, management, administration or organisation of industry.

(5) For the avoidance of doubt it is hereby declared that the foregoing provisions of this section relate only to the capacity of the Board as a statutory corporation, and nothing in the said provisions shall be construed as authorising the disregard by the Board of any enactment or rule of law.

3.—(1) In any case where it appears to the Secretary of State that the powers conferred on him by section 7 or 8 of the Industry Act 1972 (powers to give selective financial assistance) are exercisable and ought to be exercised, the Secretary of State, with the consent of the Treasury, may direct the Board to exercise them ; and the Board shall not require the consent of the Treasury to the exercise of any such powers in pursuance of such a direction.

Exercise by Board of powers to give selective financial assistance under Industry Act 1972. 1972 c. 63.

(2) It shall be the Board's duty to give effect to any such direction.

(3) The Secretary of State shall consult the Board before giving any such direction.

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(4) A direction may specify—

- (a) the purpose for which and manner in which the Board are to exercise the powers,
- (b) the amount of assistance that they are to give, and
- (c) terms and conditions on which the assistance is to be given.

(5) Nothing in a subsequent direction shall relieve the Board of a contractual liability to which they are subject in consequence of an earlier direction.

(6) As soon as practicable after the Secretary of State has given a direction under this section he shall lay before each House of Parliament a statement specifying—

- (a) the amount of assistance that the Board are to give in pursuance of the direction ;
- (b) how and to whom they are to give it ; and
- (c) where it is to be given under section 7 of the Industry Act 1972, the assisted area in which the undertaking for which it is provided is or will be situated.

1972 c. 63.

(7) The Board's report for any accounting year shall specify any direction that has been given under this section during that year and give the information concerning it that is required to be specified in a statement under subsection (6) above.

(8) In any case where the Board are exercising the Secretary of State's powers in pursuance of a direction under this section, sections 7(4) and 8(3)(a) of the Industry Act 1972 (each of which requires the consent of a company to the acquisition of its shares or stock) shall be construed, notwithstanding the fact that the direction has been given, as requiring the Secretary of State (and not the Board) to obtain the consent.

(9) If the Board acquire property in pursuance of any such direction, the Secretary of State shall reimburse them the consideration given for the acquisition and the costs and expenses of and incidental to it.

(10) If they make a grant in pursuance of any such direction, he shall pay them a sum equal to the amount of the grant.

(11) If they make a loan in pursuance of any such direction, he shall make them a loan of the same amount and, subject to subsection (12) below, on such terms as he considers appropriate.

(12) The terms of a loan under subsection (11) above shall only require the Board to repay the loan when the debtor repays them the loan which they made him.

(13) If the Board give assistance in pursuance of any such direction by way of any form of insurance or guarantee, the Secretary of State shall assume a correlative liability towards them.

(14) Any reference in subsection (6) or (8) of section 8 of the Industry Act 1972 to sums paid or liabilities assumed by the Secretary of State under that section shall include a reference to sums paid or liabilities assumed by the Board in exercising, by virtue of this section, the powers conferred on the Secretary of State by that section. 1972 c. 63.

(15) The sums to be deducted from the aggregate of the amounts mentioned in paragraphs (a) and (b) of section 8(6) of the Industry Act 1972 shall include, in any case where by virtue of this section the Board exercise the powers conferred on the Secretary of State by that section, any sum received by the Secretary of State from the Board by way of repayment of loans to them under subsection (11) above, or repayment of principal sums paid to meet a liability towards the Board assumed by the Secretary of State under subsection (13) above.

(16) The Secretary of State may pay any administrative expenses of the Board under this section.

(17) It is hereby declared that nothing in this section affects—

(a) the power conferred on the Secretary of State by subsection (7) of section 8 of the Industry Act 1972 (power to increase the limit on financial assistance under that section), or

(b) the duty imposed on him by subsection (8) of that section (duty to obtain a resolution of the House of Commons for assistance in excess of £5 million),

or confers or imposes any corresponding power or duty on the Board.

(18) For the avoidance of doubt it is hereby declared, without prejudice to the generality of section 1(6) above, that powers exercised by the Board under this section are not exercised on behalf of the Crown or of any Government department.

4. The Board may, with the consent of the Secretary of State, enter into and carry out agreements with the Minister of Overseas Development under which the Board act, at the expense of that Minister, as the instrument by means of which technical assistance is furnished by the Minister in exercise of the power conferred by section 1(1) of the Overseas Aid Act 1966; and the Board may, with the consent of both the Secretary of State and the said Minister, enter into and carry out agreements under which the Board, for any purpose specified in the said section Overseas aid. 1966 c. 21.

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1(1), furnish technical assistance in a country or territory outside the United Kingdom against reimbursement to them of the cost of furnishing that assistance.

Transfer of
publicly owned
property to
Board.

5.—(1) Subject to subsection (2) below, nothing in this Act or in any other enactment (including, subject to any express provision to the contrary, an enactment contained in an Act passed after this Act) shall prevent the transfer to the Board or the Board's nominees of any publicly owned securities or other publicly owned property.

(2) Publicly-owned securities and other publicly owned property may only be transferred to the Board or the Board's nominees with the consent of the Secretary of State or in accordance with any general authority given by the Secretary of State.

(3) The Secretary of State shall lay before each House of Parliament a copy of any general authority given by him under subsection (2) above.

(4) Subject to subsections (5) and (6) below, if—

- (a) the Secretary of State has given a consent under subsection (2) above ; and
- (b) the consideration for the transfer has been determined ; and
- (c) its amount exceeds £1 million,

the Secretary of State shall lay before each House of Parliament a statement specifying—

- (i) the securities or other property to be transferred ;
- (ii) the transferor ;
- (iii) the consideration ; and
- (iv) the date of his consent.

(5) If the Secretary of State has given a consent under subsection (2) above before the amount of the consideration for the transfer has been determined, he shall lay before each House of Parliament, unless it appears to him to be unlikely that the amount of the consideration will exceed £1 million, a statement specifying the matters, other than the consideration, that are required to be specified in a statement under subsection (4) above.

(6) When a statement has been laid under subsection (5) above, the Secretary of State shall lay before each House of Parliament a statement specifying the consideration for the transfer as soon as practicable after its amount has been determined.

6.—(1) It shall be the duty of the Secretary of State to determine the financial duties of the Board ; and different determinations may be made in relation to different assets and activities of the Board.

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Financial
duties of
Board.

(2) The Secretary of State shall not make a determination except with the approval of the Treasury and after consultation with the Board, and shall give the Board notice of every determination.

(3) It shall be the duty of the Secretary of State and the Treasury, before making a determination, to satisfy themselves that the duties to be imposed on the Board are likely, taken together, to result in an adequate return on capital employed by the Board.

(4) A determination—

(a) may relate to a period beginning before the date on which it is made ; and

(b) may contain incidental or supplemental provisions.

7.—(1) Subject to subsection (2) below, the Secretary of State may give the Board directions of a general or specific character as to the exercise of their functions ; and it shall be the duty of the Board to give effect to any such directions.

General power
of Secretary
of State to
give Board
directions.

(2) The Secretary of State shall consult the Board about any proposed direction under this section.

(3) Subject to paragraph 8(4) of Schedule 2 below, when the Secretary of State gives a direction under this section, he shall either—

(a) lay a copy of the direction before each House of Parliament within 28 days of giving it ; or

(b) lay a copy later, but lay with it a statement of the reason why a copy was not laid within 28 days.

(4) The Board's report for any accounting year shall set out any direction given under this section during that year.

Limits on Board's powers

8.—(1) The aggregate amount outstanding, otherwise than by way of interest, in respect of—

Financial
limits.

(a) the general external borrowing of the Board and their wholly owned subsidiaries ;

(b) sums issued by the Treasury in fulfilment of guarantees under paragraph 4 of Schedule 2 below and not repaid to the Treasury ;

(c) sums paid to the Board under paragraph 5(1) of that Schedule ;

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(d) loans guaranteed by the Board otherwise than under section 3 above ;
shall not exceed the limit specified in subsection (2) below.

(2) The said limit shall be £700 million, but the Secretary of State may by order made with the consent of the Treasury raise the limit to not more than £1,000 million.

(3) Such an order shall not be made unless a draft of it has been approved by resolution of the House of Commons.

(4) In subsection (1) above “general external borrowing” means—

(a) in relation to the Board, sums borrowed by them other than—

(i) sums borrowed from a body corporate which is one of the Board’s wholly owned subsidiaries at the time of the loan ;

(ii) any sums mentioned in subsection (1)(b) above ; or

(iii) sums borrowed by the Board for the purpose of giving assistance under section 3 above ; and

(b) in relation to a wholly owned subsidiary of the Board, sums borrowed by it when it was such a subsidiary other than sums borrowed from the Board or from another wholly owned subsidiary ;

but does not include any debt assumed by the Board under paragraph 6(1) of Schedule 2 below.

The Board and the media.

9.—(1) Subject to subsection (2) below, neither the Board nor any of the Board’s subsidiaries—

(a) shall commence a business of publishing newspapers, magazines or other periodicals for sale to the public in the United Kingdom ; or

(b) enter into any contract with the Independent Broadcasting Authority for the provision of programmes.

(2) Subsection (1) above does not apply to periodicals wholly or mainly concerned with the activities of the Board or any of the Board’s subsidiaries.

(3) Subject to subsection (4) below, neither the Board nor any of the Board’s subsidiaries shall acquire any of the share capital of a body corporate if a substantial part of the undertaking—

(a) of that body corporate, or

(b) of a group of companies of which it is the holding company,

consists of carrying on—

- (i) a business such as is mentioned in paragraph (a) of subsection (1) above, or
- (ii) the activities of a programme contractor.

(4) Subsection (3) above shall not prevent the acquisition of share capital of a body corporate if the acquisition is made in pursuance of a direction under section 3 above.

(5) Subject to subsections (7) and (8) below, if the Board or any of the Board's subsidiaries acquire any of the share capital of a body corporate which carries on any such business as is mentioned in subsection (1)(a) above, it shall be their duty to exercise their voting power with a view to securing that the body corporate disposes of the business as soon as practicable.

(6) Subject to subsections (7) and (8) below, if the Board or any of the Board's subsidiaries acquire any of the share capital of a body corporate which has any interest, direct or indirect, in a body corporate which carries on such a business, it shall be their duty to exercise their voting power with a view to securing that the capital of the body corporate which carries on that business is disposed of as soon as practicable.

(7) The Secretary of State may direct that the Board or a subsidiary of the Board shall not be under any duty imposed by subsection (5) or (6) above during such time as the direction is in force.

(8) The Secretary of State may only give such a direction as is mentioned in subsection (7) above if he is of the opinion that without such a direction serious commercial injury would be caused to any newspaper, magazine or periodical concerned.

(9) If the Board or any of the Board's subsidiaries acquire any of the share capital of a body corporate which is a programme contractor, they shall consult the Independent Broadcasting Authority as to the steps that they are to take with regard to that share capital and obey any direction given by that Authority.

(10) Without prejudice to the foregoing provisions of this section, it shall be the duty of the Board and of any of the Board's subsidiaries to use any power to control or influence the carrying on of a business such as is mentioned in paragraph (a) of subsection (1) above or of the activities of a programme contractor only in relation to financial or commercial matters.

(11) In this section "programme contractor" has the meaning assigned to it by section 2(3) of the Independent Broadcasting Authority Act 1973 c. 19.

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Other limits
on Board's
powers.

10.—(1) Neither the Board nor any of their subsidiaries shall acquire any of the share capital of a body corporate except with the consent of the Secretary of State or in accordance with any general authority given by the Secretary of State—

- (a) if its acquisition would entitle the Board to exercise or control the exercise of 30 per cent. or more of the votes at any general meeting of the body corporate ;
or
- (b) if the value of the consideration for its acquisition, together with the value of any consideration paid for share capital of that body corporate previously acquired, would exceed £10,000,000.

(2) Subsection (1)(a) above shall not restrict the acquisition of share capital of a body corporate which gives a right to vote exercisable only in restricted circumstances.

(3) Nothing in subsection (1) above shall be taken to restrict the power to form bodies corporate conferred on the Board by section 2(4)(b) above.

(4) In any case where the Board hold share capital such as is mentioned in subsection (2) above, the fact that they hold it shall be disregarded for the purpose of determining whether subsection (1)(a) above prevents their acquisition of further share capital of the same body corporate.

PART II

POWERS IN RELATION TO TRANSFERS OF CONTROL OF IMPORTANT MANUFACTURING UNDERTAKINGS TO NON-RESIDENTS

General extent
of powers in
relation to
control of
important
manufacturing
undertakings.

11.—(1) The powers conferred by this Part of this Act shall have effect in relation to changes of control of important manufacturing undertakings.

(2) In this Part of this Act—

“important manufacturing undertaking” means an undertaking which, in so far as it is carried on in the United Kingdom, is wholly or mainly engaged in manufacturing industry and appears to the Secretary of State to be of special importance to the United Kingdom or to any substantial part of the United Kingdom.

Meaning of
“change of
control”.

12.—(1) There is a change of control of an important manufacturing undertaking for the purposes of this Part of this Act only upon the happening of a relevant event.

(2) In subsection (1) above “relevant event” means any event as a result of which—

- (a) the person carrying on the whole or part of the undertaking ceases to be resident in the United Kingdom ;
- (b) a person not resident in the United Kingdom acquires the whole or part of the undertaking ;

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(c) a body corporate resident in the United Kingdom but controlled by a person not so resident acquires the whole or part of the undertaking ;

(d) a person not resident in the United Kingdom becomes able to exercise or control the exercise of the first, second or third qualifying percentage of votes in a body corporate carrying on the whole or part of the undertaking or in any other body corporate which is in control of such a body ; or

(e) a person resident in the United Kingdom and able to exercise or control the exercise of the first, second or third qualifying percentage of votes in a body corporate carrying on the whole or part of the undertaking or in any other body corporate which is in control of such a body ceases to be resident in the United Kingdom.

(3) For the purposes of subsection (2) above—

(a) a body corporate or individual entitled to cast 30 per cent. or more of the votes that may be cast at any general meeting of a body corporate is in control of that body ; and

(b) control of a body corporate which has control of another body corporate gives control of the latter body.

(4) Any power to direct the holder of shares or stock in a body corporate as to the exercise of his votes at a general meeting of that body corporate is to be treated as entitlement to cast the votes in respect of the shares or stock in question.

(5) Two or more persons acting together in concert may be treated as a single person for the purposes of any provision of this Part of this Act relating to change of control.

(6) For the purposes of this Part of this Act—

(a) the first qualifying percentage of votes is 30 per cent. ;

(b) the second qualifying percentage is 40 per cent. ; and

(c) the third qualifying percentage is 50 per cent. ;

and the references to votes in this subsection are references to votes that may be cast at a general meeting.

13.—(1) If it appears to the Secretary of State—

(a) that there is a serious and immediate probability of a change of control of an important manufacturing undertaking ; and

(b) that that change of control would be contrary to the interests of the United Kingdom, or contrary to the interests of any substantial part of the United Kingdom,

he may by order (in this Part of this Act referred to as a “prohibition order”) specify the undertaking and—

(i) prohibit that change of control ; and

Power to
make orders.

PART II

- (ii) prohibit or restrict the doing of things which in his opinion would constitute or lead to it ;

and may make such incidental or supplementary provision in the order as appears to him to be necessary or expedient.

(2) Subject to subsection (3) below, if—

- (a) the conditions specified in paragraphs (a) and (b) of subsection (1) above are satisfied, or
- (b) a prohibition order has been made in relation to an important manufacturing undertaking, or
- (c) the Secretary of State has learnt of circumstances which appear to him to constitute a change of control of an important manufacturing undertaking, occurring on or after 1st February 1975, and is satisfied that that change is contrary to the interests of the United Kingdom, or contrary to the interests of any substantial part of the United Kingdom,

the Secretary of State may by order made with the approval of the Treasury (in this Part of this Act referred to as a “ vesting order ”) direct that on a day specified in the order—

- (i) share capital and loan capital to which this subsection applies, or
- (ii) any assets which are employed in the undertaking,

shall vest in the Board or in himself or in nominees for the Board or himself and may make such incidental or supplementary provision in the order as appears to him to be necessary or expedient.

(3) A vesting order may only be made if the Secretary of State is satisfied that the order is necessary in the national interest and that, having regard to all the circumstances, that interest cannot, or cannot appropriately, be protected in any other way.

(4) The share capital and loan capital to which subsection (2) above applies are—

- (a) in any case where the Secretary of State considers that the interests mentioned in subsection (2)(c) above cannot, or cannot appropriately, be protected unless all the share capital of any relevant body corporate vests by virtue of the order, the share capital of that body corporate, together with so much (if any) of the loan capital of that body as may be specified in the order,
- (b) in any other case, that part of the share capital of any relevant body corporate which, at the time that the draft of the order is laid before Parliament under

section 15(3) below, appears to the Secretary of State to be involved in the change of control.

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(5) In this section “relevant body corporate” means—

(a) a body corporate incorporated in the United Kingdom carrying on in the United Kingdom as the whole or the major part of its business there the whole or part of an important manufacturing undertaking, or

(b) a body corporate incorporated in the United Kingdom—

(i) which is the holding company of a group of companies carrying on in the United Kingdom as the whole or the major part of their business there the whole or part of an important manufacturing undertaking, and

(ii) as to which one of the conditions specified in subsection (6) below is satisfied.

(6) The conditions mentioned in subsection (5) above are—

(a) that it appears to the Secretary of State that there is a serious and immediate probability of the happening of an event in relation to the company which would constitute a change of control of the undertaking, or

(b) that the Secretary of State has learnt of circumstances relating to the company which appear to him to constitute a change of control of the undertaking on or after 1st February 1975.

14.—(1) Where 30 per cent. or more of the share capital of the body corporate vests in the Secretary of State or the Board by virtue of a vesting order, the Secretary of State shall serve on the holders of all the share capital that does not so vest, and on any other persons who to his knowledge have a present or prospective right to subscribe for share capital of the body corporate, within 28 days of the making of the order, a notice informing them of the making of the order and of the right of each of them to require the order to extend to the share capital or rights held by him. Notices to extend vesting orders to other holdings.

(2) The recipient of a notice under subsection (1) above may, within three months of the date of the notice, serve on the Secretary of State a counter-notice requiring the order to extend to the share capital or rights held by the recipient in the body corporate.

(3) A vesting order shall have effect, from the date of a counter-notice, as if the share capital or rights specified in the notice had been specified in the vesting order.

(4) Subsections (1) to (3) above shall have the same effect in relation to share capital vesting in nominees for the Secretary

PART II of State or the Board as in relation to share capital vesting as mentioned in those subsections.

Parliamentary control of orders.

15.—(1) A prohibition order shall be laid before Parliament after being made, and the order shall cease to have effect at the end of the period of 28 days beginning on the day on which it was made (but without prejudice to anything previously done by virtue of the order or to the making of a new order) unless during that period it is approved by resolution of each House of Parliament.

(2) In reckoning the period mentioned in subsection (1) above no account shall be taken of any time during which Parliament is dissolved or prorogued or during which both Houses are adjourned for more than four days.

(3) A vesting order shall not be made unless a draft of the order has been laid before and approved by resolution of each House of Parliament.

(4) A draft of a vesting order shall not be laid before Parliament—

(a) in a case such as is mentioned in paragraph (a) of section 13(2) above, after the end of a period of three months from the service of a notice under section 16(7) below of the Secretary of State's intention to lay the draft before Parliament;

(b) in a case such as is mentioned in paragraph (b) of that subsection, after the end of a period of three months from the making of the prohibition order, unless such circumstances as are mentioned in paragraph (a) or (c) of that subsection exist at the time when the draft of the order is laid before Parliament under subsection (3) above, and

(c) in a case such as is mentioned in paragraph (c) of that subsection, after the end of a period of three months from the date on which the Secretary of State learnt of circumstances such as are mentioned in that paragraph.

(5) On the expiry of 28 days from the laying of the draft of a vesting order in a House of Parliament the order shall proceed in that House, whether or not it has been referred to a Committee under Standing Orders of that House relating to Private Bills, as if its provisions would require to be enacted by a Public Bill which cannot be referred to such a Committee.

(6) In reckoning, for purposes of proceedings in either House of Parliament, the period mentioned in subsection (5) above, no account shall be taken of any time during which Parliament is

dissolved or prorogued or during which that House is adjourned for more than four days. PART II

16.—(1) Without prejudice to the generality of section 13(2) above, a vesting order may contain provisions by virtue of which rights, liabilities or incumbrances to which assets or capital which will vest by virtue of the order are subject— Contents of vesting order.

- (a) will be extinguished in consideration of the payment of compensation as provided under section 19 below, or
- (b) will be transferred to the Secretary of State or the Board, or
- (c) will be charged on the compensation under section 19 below.

(2) A vesting order which provides for the vesting of assets employed in an undertaking may prohibit or set aside any transfer of assets so employed or of any right in respect of such assets.

(3) A vesting order may include such provisions as the Secretary of State considers necessary or expedient to safeguard—

- (a) any capital which will vest by virtue of the order ; and
- (b) any assets—

- (i) of a body corporate whose capital will so vest,

or

- (ii) of any subsidiary of such a body corporate ;

and may in particular, but without prejudice to the generality of this subsection, prohibit or set aside the transfer of any such capital or assets or any right in respect of such capital or assets.

(4) A vesting order setting aside a transfer of capital or a transfer of assets such as are mentioned in subsection (2) above shall entitle the Secretary of State or the Board to recover the capital or assets transferred.

(5) A vesting order setting aside a transfer of assets such as are mentioned in subsection (3)(b) above shall entitle the body corporate or subsidiary to recover the assets transferred.

(6) Any vesting order setting aside a transfer shall give the person entitled to recover the capital or assets a right to be compensated in respect of the transfer.

(7) The transfers to which this section applies include transfers made before the draft of the order is laid before Parliament but after the Secretary of State has served notice on the person concerned of his intention to lay a draft order.

PART II

(8) In subsection (7) above "the person concerned" means—

- (a) in the case of an order such as is mentioned in paragraph (i) of section 13(2) above, the relevant body corporate, and
- (b) in the case of an order such as is mentioned in paragraph (ii) of that subsection, the person carrying on the undertaking.

(9) The Secretary of State shall publish a copy of any such notice in the London Gazette, the Edinburgh Gazette and the Belfast Gazette as soon as practicable after he has served it.

Remedies for
contravention
of prohibition
orders.

17.—(1) No criminal proceedings shall lie against any person on the ground that he has committed, or aided, abetted, counselled or procured the commission of, or conspired or attempted to commit, or incited others to commit, any contravention of a prohibition order.

(2) Nothing in subsection (1) above shall limit any right of any person to bring civil proceedings in respect of any contravention or apprehended contravention of a prohibition order, and (without prejudice to the generality of the preceding words) compliance with any such order shall be enforceable by civil proceedings by the Crown for an injunction or interdict or for any other appropriate relief.

Territorial
scope of
orders.

18.—(1) Nothing in a prohibition order shall have effect so as to apply to any person in relation to his conduct outside the United Kingdom unless he is—

- (a) a citizen of the United Kingdom and Colonies or,
- (b) a body corporate incorporated in the United Kingdom or,
- (c) a person carrying on business in the United Kingdom either alone or in partnership with one or more other persons,

but in a case falling within paragraph (a), (b) or (c) above, any such order may extend to acts or omissions outside the United Kingdom.

(2) For the purposes of this Part of this Act a body corporate shall be deemed not to be resident in the United Kingdom if it is not incorporated in the United Kingdom.

Compensation
orders.

19.—(1) No vesting order shall be made until there has also been laid before both Houses of Parliament an order (in this Part of this Act referred to as a "compensation order") providing for the payment of compensation for the acquisition of the capital or assets and for any extinguishment or transfer of rights, liabilities or encumbrances in question.

(2) A compensation order shall be subject to special parliamentary procedure.

(3) A compensation order—

- (a) shall identify the persons or descriptions of persons to be paid compensation and determine their rights and duties in relation to any compensation paid to them;
- (b) shall specify the manner in which compensation is to be paid;
- (c) shall provide for the payment of interest on compensation in respect of the relevant period;
- (d) may make different provision in relation to different descriptions of capital or assets and different rights, liabilities or incumbrances; and
- (e) may contain incidental and supplementary provisions; and in paragraph (c) above “the relevant period” means—
 - (i) in relation to capital or assets, the period commencing with the date on which the capital or assets vest in the Board or the Secretary of State or their or his nominees and ending with the date of payment of compensation; and
 - (ii) in relation to rights, liabilities and incumbrances, the period commencing with the date on which they are extinguished and ending on the date of payment.

(4) Compensation may be paid—

- (a) out of moneys provided by Parliament, or
- (b) by the issue of government stock (that is to say, stock the principal whereof and the interest whereon is charged on the National Loans Fund with recourse to the Consolidated Fund),

and the power conferred by subsection (3)(b) above is a power to provide for compensation by one or both of the means specified in this subsection.

(5) The proviso to section 6(2) of the Statutory Orders (Special Procedure) Act 1945 (power to withdraw an order or submit it to Parliament for further consideration by means of a Bill for its confirmation) shall have effect in relation to compensation orders as if for the words “may by notice given in the prescribed manner, withdraw the order or may” there were substituted the word “shall”.

20.—(1) Any dispute to which this section applies shall be determined under Schedule 3 to this Act.

(2) Where any such dispute has been submitted to a tribunal constituted under that Schedule, any other dispute to which this section applies shall be determined by the same tribunal.

Arbitration of
disputes
relating to
vesting and
compensation
orders.

PART II

(3) This section applies to a dispute which arises out of a vesting order or a compensation order and to which one of the parties is the Secretary of State, the Board or a body corporate the whole or part of whose share capital has vested by virtue of the order in either of them or in nominees for either of them—

(a) if the provisions of the order require it to be submitted to arbitration; or

(b) if one of the parties wishes it to be so submitted;

and where this section applies to a dispute which arises out of an order, it also applies to any dispute which arises out of a related order.

(4) A vesting order and a compensation order are related for the purposes of this section if they relate to the same capital or assets.

PART III

PLANNING AGREEMENTS ETC.

Planning agreements

Financial assistance under Industry Act 1972 for bodies corporate which make planning agreements. 1972 c. 63.

21.—(1) When a body corporate has made a planning agreement—

(a) the amount of grant under Part I of the Industry Act 1972 (regional development grant) in respect of approved capital expenditure incurred during the period mentioned in subsection (2) below in respect of any project identified in the agreement may be not less than—

(i) the percentage which is the prescribed percentage at the date of the planning agreement, or

(ii) in the case of a project which was also identified in a previous planning agreement, the percentage which was the prescribed percentage at the date of that agreement, and

(b) financial assistance in respect of any such project may be given under Part II of that Act,

1972 c. 5.

without regard to any order under that Act or the Local Employment Act 1972 made after the date of the planning agreement by virtue of which, as the case may be, the grant or part of it could for any reason not have been paid or the financial assistance or part of it could not have been given.

(2) In this Act “planning agreement” means a voluntary arrangement as to the strategic plans of a body corporate for

the future development in the United Kingdom over a specified period of an undertaking of the body corporate or of one or more of that body's subsidiaries, or a joint undertaking of the body corporate and one or more of its subsidiaries, being an arrangement entered into by the body corporate and any Minister of the Crown which in the opinion of that Minister is likely over the specified period to contribute significantly to national needs and objectives.

(3) When a body corporate makes a planning agreement, the Secretary of State shall lay a statement that the body corporate has made such an agreement before each House of Parliament.

Selective financial assistance

22. The provisions of Part I of Schedule 4 to this Act shall be made to the Industry Act 1972 and accordingly Part II of that Act shall have effect as set out in Part II of the Schedule.

Extension of powers to give selective financial assistance under Industry Act 1972.
1972 c. 63.

Shipbuilding

23. In subsection (3) of section 10 of the Industry Act 1972 (construction credits for ships and offshore installations) for "£1,400 million" there shall be substituted "£1,800 million".

Increase in limit on credits.

24.—(1) In subsections (2) and (6) of that section, after the words "subsection (1)" there shall be inserted the words "or (7A)".

Renewal of guarantees.

(2) After subsection (7) there shall be inserted the following subsections:—

"(7A) The Secretary of State, with the consent of the Treasury, may renew—

- (a) any guarantee given under section 7 of the Shipbuilding Industry Act 1967, and
- (b) any guarantee given under this section, including a guarantee previously renewed by virtue of this subsection,

on the transfer of any liability to which it relates, or of part of any such liability, from a body corporate such as is mentioned in subsection (1) above to another such body corporate in the same group.

(7B) Two bodies corporate are in the same group for the purposes of subsection (7A) above if one is the other's holding company or both are subsidiaries of a third body corporate."

PART III

(3) At the end of subsection (9) there shall be added the words "and 'holding company' and 'subsidiary' have the meanings assigned to them for the purposes of the Companies Act 1948 by section 154 of that Act, or for the purposes of the Companies Act (Northern Ireland) 1960 by section 148 of that Act."

Grants to supplement interest.

25. After the said section 10 there shall be inserted the following section:—

"Interest grants.

10A.—The Secretary of State, with the consent of the Treasury, may make a grant, on such terms and conditions as he may determine, to any person who is or has been a creditor in respect of principal money the payment of which has been guaranteed under section 10 above or section 7 of the Shipbuilding Industry Act 1967, for the purpose of supplementing the interest receivable or received by him on that principal money (including interest for periods before the coming into force of this Act)."

Amendment of Development of Inventions Act 1967

Relaxation of requirements as to approval of activities of the National Research Development Corporation.
1967 c. 32.

26. In section 4(2)(b) of the Development of Inventions Act 1967 (Ministerial approval for activities of the National Research Development Corporation) for the words "£1,000" there shall be substituted the words "£20,000 or such other figure as the Secretary of State may by order made by statutory instrument with the approval of the Treasury direct"; and after that paragraph there shall be added (but not as part of it) the words "and any statutory instrument made by virtue of this subsection shall be subject to annulment in pursuance of a resolution of either House of Parliament".

PART IV

DISCLOSURE OF INFORMATION

Disclosure by Government

Disclosure of information by Government.

27. Ministers of the Crown and the Treasury shall publish, make available and provide access to information and analysis as specified in Schedule 5 to this Act.

Disclosure by Companies

Persons to whom duty to disclose information applies.

28.—(1) For the purpose of obtaining information which in the opinion of either of the Ministers is needed to form or to further national economic policies, or needed for consultations between Government, employers or workers on the outlook for

a particular sector of manufacturing industry, including the outlook for the major companies in that sector, that Minister, if it appears to him that one of the following conditions is satisfied, namely—

- (a) that a company is carrying on in the United Kingdom an undertaking wholly or mainly engaged in manufacturing industry ;
- (b) that a group of companies is carrying on in the United Kingdom an undertaking wholly or mainly engaged in manufacturing industry,

and if it also appears to him—

- (i) that the undertaking makes a significant contribution to a sector of such industry important to the economy of the United Kingdom or to that of any substantial part of the United Kingdom, and
- (ii) that it is desirable, for the purpose of obtaining information of that description, that the company or companies concerned should provide the Government and a representative of each relevant trade union with any such information relating to the undertaking,

may serve a preliminary notice on the company or companies concerned.

(2) In this Part of this Act—

“ company or companies concerned ” means—

(a) where it appears to the Minister that the condition mentioned in subsection (1)(a) above is satisfied, the company carrying on the undertaking, and

(b) where it appears to the Minister that the condition specified in subsection (1)(b) above is satisfied—

- (i) the group's holding company, if that company is registered in the United Kingdom, and
- (ii) all the companies in the group, if the holding company is not registered in the United Kingdom ;

“ preliminary notice ” means a notice—

(a) stating which of the conditions specified in paragraphs (a) and (b) of subsection (1) above appears to the Minister to be satisfied in relation to the undertaking ;

PART IV

(b) informing the company or companies concerned that if the Minister is not satisfied that such information relating to the undertaking as is specified in paragraph (ii) of that subsection will be given voluntarily both to him and to a representative of each relevant trade union he will consider making an order under this section ; and

(c) requiring them—

(i) to give a representative of each relevant trade union a notice of the service of the preliminary notice within 14 days of the date on which it is served ; and

(ii) to give the Minister, within such reasonable time as may be specified in the preliminary notice, a list of representatives of relevant trade unions to whom they have given the notice mentioned in paragraph (i) above ;

1974 c. 52.

“relevant trade union” means an independent trade union, as defined in section 30(1) of the Trade Union and Labour Relations Act 1974, which the company or companies concerned recognise for the purpose of negotiations about one or more of the matters specified in section 29(1) of that Act in relation to persons employed in the relevant undertaking, or as to which the Advisory Conciliation and Arbitration Service has made a recommendation for such recognition under the Employment Protection Act 1975 which is operative within the meaning of section 15 of that Act ; and

1975 c. 71.

“relevant undertaking” means an undertaking in relation to which a preliminary notice states that a condition mentioned in paragraph (a) or (b) of subsection (1) above appears to the Minister to be satisfied.

(3) When a Minister serves a preliminary notice, he shall lay before each House of Parliament a statement that he has served it, specifying the company or companies concerned, the relevant undertaking and the date on which the notice was served.

(4) Subject to subsections (5) to (7) below, when a Minister has served a preliminary notice, he may by order declare that this Part of this Act applies to the company or companies concerned in respect of the relevant undertaking.

(5) A Minister shall not make an order under this section before the end of a period of 3 months from the service of the preliminary notice.

(6) A Minister shall not make such an order unless it appears to him that the company or companies concerned will not voluntarily furnish the information to him and to a representative of each relevant trade union.

(7) Before making an order a Minister shall give the company or companies concerned and the authorised representative of each relevant trade union an opportunity to make representations to him concerning it.

(8) An order shall be subject to annulment in pursuance of a resolution of either House of Parliament.

(9) The question what is a sector of an industry shall be determined by the Minister serving the preliminary notice.

29.—(1) In this Part of this Act—

“ authorised representative ” means a representative of a relevant trade union to whom the company or companies concerned give—

- (a) a notice of service of a preliminary notice, or
- (b) a notice under subsection (2) below ; and

“ representative ” means an official or other person who is authorised by a relevant trade union to carry on negotiations about one or more of the matters specified in section 29(1) of the Trade Union and Labour Relations Act 1974. 1974 c. 52.

Meaning of
“ representa-
tive ” and
“ authorised
representa-
tive ”.

(2) If an authorised representative—

- (a) ceases to be a representative of the relevant trade union of which he is the authorised representative, or
- (b) gives the company or companies concerned notice that he desires to be discharged from acting as authorised representative of that union, or
- (c) ceases for any other reason to be available to act as that union’s authorised representative,

it shall be the duty of the company or companies concerned—

- (i) to give another representative of the relevant trade union notice that he is to be the authorised representative of that union, and
- (ii) to give the Minister a notice requesting him to insert the name of the new representative in the list of authorised representatives in place of that of the old representative.

PART IV
Duty to give
information
to Minister.

30.—(1) A Minister who has made an order under section 28 above may by notice require the company or companies concerned to furnish him, in such manner and within such reasonable time as may be specified in the notice, and in such form as may be so specified, with such information as may be so specified relating to the business in the United Kingdom of the relevant undertaking, but not as to any matter except those specified in subsection (2) below.

(2) The matters mentioned in subsection (1) above are—

- (a) the persons employed in the undertaking, or persons normally so employed (but not specifically as to individuals);
- (b) the undertaking's capital expenditure;
- (c) fixed capital assets used in the undertaking;
- (d) any disposal or intended disposal of such assets;
- (e) any acquisition or intended acquisition of fixed capital assets for use in the undertaking;
- (f) the productive capacity and capacity utilisation of the undertaking;
- (g) the undertaking's output and productivity;
- (h) sales of the undertaking's products;
- (i) exports of those products by the undertaking;
- (j) sales of industrial or intellectual property owned or used in connection with the undertaking, grants of rights in respect of such property, and contracts for any such sales or grants; and
- (k) expenditure on any research or development programme.

(3) A notice may require information as to any of those matters—

- (a) in relation to a specified date not earlier than the commencement of the most recently completed financial year of the person specified in the notice;
- (b) in relation to a period commencing not earlier than the commencement of that year;
- (c) in relation to a future specified date or a future specified period;

but a requirement which is made, wholly or partly, in relation to a future specified date or a future specified period, is to be construed, to the extent that it relates to that date or that period, as a requirement only to give a forecast.

(4) The Minister shall send a copy of a notice under this section to the authorised representative of each relevant trade union.

(5) Nothing in this section shall be construed as enabling a Minister to require information about the details of know-how or of any research or development programme. PART IV

(6) In this section—

“ industrial or intellectual property ” includes, without prejudice to its generality, patents, designs, trade marks, know-how and copyrights, and

“ know-how ” has the meaning assigned to it by section 386(7) of the Income and Corporation Taxes Act 1970. 1970 c. 10.

31.—(1) Subject to subsections (2) to (8) below, after a Minister has received the information specified in a notice under section 30 above the Minister may serve— Information for trade unions.

(a) a further notice on the company or companies concerned provisionally requiring them to furnish to the authorised representative of each relevant trade union the whole or part of the information furnished to him under section 30 above, and

(b) a notice as to the furnishing of that information on each such representative,

and any notice served under this subsection shall specify a reasonable period, which shall not be less than 28 days, as the period within which references may be required under section 32(1) below.

(2) A Minister shall not require information to be furnished if he considers that reasons of national policy or special reasons apply.

(3) For the purposes of this Act reasons of national policy apply if the Minister considers—

(a) that to furnish the information would be undesirable in the national interest ; or

(b) that the company or companies concerned could not furnish it without contravening a prohibition imposed by or under an enactment.

(4) For the purposes of this Act special reasons apply if the Minister considers—

(a) that the information was communicated to the company or companies concerned in confidence, or was information which they otherwise obtained in consequence of the confidence reposed in them by another person ; or

(b) that the disclosure of the information would cause substantial injury to the undertaking ; or

(c) that its disclosure would cause substantial injury to a substantial number of employees of the undertaking.

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(5) A Minister shall not serve a notice under subsection (1) above without giving—

(a) to the company or companies concerned, and

(b) to the authorised representative of each relevant trade union,

an opportunity of making representations to him.

(6) The notice to be given to the company or companies concerned under subsection (1) above is a notice stating what information (if any) the Minister proposes to require them to furnish.

(7) The notice to be given to the authorised representatives under subsection (1) above is a notice stating whether or not the Minister proposes to require the company or companies concerned to furnish all the information furnished to him by them.

(8) If a notice given to authorised representatives under subsection (1) above states that the Minister does not propose to require the company or companies concerned to furnish all the information, it shall give such indication of the nature (without disclosing the substance) of any information which the Minister proposes should not be furnished for special reasons as will enable the representatives to consider whether or not they ought to exercise their right to require a reference under section 32 below.

Release from
duty to
disclose
information
to trade union.

32.—(1) A Minister who has served a notice under section 31 above may by notice served within the period specified in that notice be required to make a reference to an advisory committee.

(2) Such a reference may be required—

(a) by the company or companies concerned, where the Minister proposes to require them to furnish information under section 31 above and they claim that the Minister's final decision ought to be that it should not be furnished because special reasons apply, or

(b) by the authorised representative of any relevant trade union, where the Minister proposes that some or all of the information furnished to him shall not be furnished to authorised representatives because special reasons apply.

(3) A Minister may himself refer to an advisory committee any proposal that some or all of the information furnished to him shall not be furnished to authorised representatives of relevant trade unions because special reasons apply.

(4) Schedule 6 to this Act shall have effect.

(5) The committee shall give the company or companies concerned and each relevant trade union's authorised representative an opportunity of making representations in relation to the matters to which the reference relates.

(6) The advisory committee shall make a report to the Minister after the close of their consideration of the reference, giving their findings of fact and their recommendations, and after considering any representations made under subsection (5) above.

(7) Where a matter has been referred to the committee, the Minister may make a final decision relating to his proposal only after receiving and considering the committee's report on it.

(8) Subject to subsection (13) below, where there has been a reference, the Minister shall notify—

- (a) the company or companies concerned ;
- (b) the authorised representative of each relevant trade union ; and
- (c) the advisory committee,

of his final decision ; and a notice under this subsection shall be treated as requiring the information specified in it to be furnished to each such representative within such reasonable time as may be so specified.

(9) The Minister's notice under subsection (8) above to the company or companies concerned and to the authorised representatives shall state whether or not he accepted the committee's advice.

(10) Where there has been no reference to the advisory committee or a reference has been withdrawn, the Minister may notify the company or companies concerned and each relevant trade union's authorised representative that his provisional notice under section 31 above is to be treated as containing his final decision.

(11) A notice under subsection (10) above shall state that the provisional notice is to be treated as requiring the information specified in it to be furnished to the authorised representative of each trade union within such reasonable time as may be specified in the notice under subsection (10) above.

(12) No such notice shall be given before the end of the period specified in the provisional notice.

(13) If—

- (a) the Minister's final decision in relation to any information is that it shall be furnished to the representative of each relevant trade union, and

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(b) in making that decision he rejected the committee's advice,

he shall make an order specifying the nature (without disclosing the substance) of the information to be furnished contrary to that advice, and accordingly requiring the company or companies concerned to furnish it to the representative of each relevant trade union within such reasonable time as may be specified in the order.

(14) An order under subsection (13) above shall be laid before Parliament after being made.

(15) An order under subsection (13) above shall not take effect if before the end of a period of 28 days from the date on which it is laid before Parliament either House resolves that an Address be presented to Her Majesty praying that it be annulled.

(16) If no such resolution is passed by either House, the order shall come into effect at the end of the said period.

(17) If such a resolution is passed by either House, Her Majesty may by Order in Council revoke the Order.

(18) In reckoning the period of 28 days no account shall be taken of any time during which Parliament is dissolved or prorogued or during which both Houses are adjourned for more than 4 days.

(19) This section shall apply with appropriate modifications in any case where only part of the information furnished to the Minister falls to be disclosed to representatives of relevant trade unions.

Confidentiality.

33.—(1) Information to which this section applies shall not be disclosed without the consent of the person furnishing it except—

- (a) to a government department for the purposes of the exercise by that department of any of their functions;
 - (b) for the purposes of a reference under section 32 above, to the advisory committee or to a person whose aid is called in under paragraph 5 of Schedule 6 to this Act;
 - (c) to the Manpower Services Commission, the Employment Services Agency or the Training Services Agency established under the Employment and Training Act 1973;
- or

(d) for use—

- (i) in investigating the possible commission of an offence,
- (ii) in connection with any criminal proceedings consequent on such an investigation, or
- (iii) in a report of any such proceedings.

1973 c. 50.

(2) Subject to subsection (3) below, this section applies to information which has been furnished to a Minister under section 30 above but has not been furnished to authorised representatives under section 32 above.

(3) This section does not apply to any information at a time after a person has been convicted of an offence under section 34(1)(b) below in relation to it.

(4) The reference to a government department in paragraph (a) of subsection (1) above includes a reference to a Northern Ireland department.

34.—(1) A person who—

Offences.

- (a) refuses or fails without reasonable cause to comply with a requirement of a preliminary notice under section 28 above ;
- (b) refuses or fails without reasonable cause to furnish information required under this Part of this Act ; or
- (c) in furnishing such information makes a statement which he knows to be false in a material particular or recklessly makes a statement which is false in a material particular,

shall be guilty of an offence and liable on summary conviction to a fine not exceeding £400.

(2) Where a person is convicted of an offence under subsection (1)(b) above, then, if the default in respect of which he was convicted is continued without reasonable cause after the conviction, he shall be guilty of a further offence and liable on summary conviction to a fine not exceeding £40 for each day on which the default is continued.

(3) A person who contravenes section 33 above shall be guilty of an offence and liable—

- (a) on summary conviction, to a fine not exceeding £200 or to imprisonment for a term not exceeding three months, or to both, and
- (b) on conviction on indictment, to imprisonment for a term not exceeding two years or to a fine, or to both.

(4) Summary proceedings for an offence under subsection (1)(c) above may be brought within a period of six months from the date on which evidence sufficient in the opinion of the prosecutor to warrant the proceedings came to his knowledge ; but no proceedings shall be brought by virtue of this subsection more than three years after the commission of the offence.

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(5) For the purposes of subsection (4) above a certificate signed by or on behalf of the prosecutor and stating the date on which evidence as aforesaid came to his knowledge shall be conclusive evidence of that fact; and a certificate stating that matter and purporting to be so signed shall be deemed to be so signed unless the contrary is proved.

(6) Where an offence under this Part of this Act committed by a body corporate or a Scottish firm is proved to have been committed with the consent or connivance of, or to have been attributable to any neglect on the part of, any director, manager, secretary or other similar officer of the body corporate or firm or a person who was purporting to act in any such capacity, he as well as the body corporate or, as the case may be, the firm shall be guilty of that offence and shall be liable to be proceeded against and punished accordingly.

(7) Where the affairs of a body corporate are managed by its members, subsection (6) above shall apply in relation to the acts and defaults of a member in connection with his functions of management as if he were a director of the body corporate.

(8) Proceedings for an offence under this Part of this Act, other than an offence under subsection (3) above, shall not be instituted—

(a) in England and Wales, except by or with the consent of the Attorney General;

(b) in Northern Ireland except by or with the consent of the Attorney General for Northern Ireland.

(9) Summary proceedings for an offence under this Part of this Act may (without prejudice to any jurisdiction exercisable apart from this subsection) be taken against a body corporate at any place where it has a place of business and against any other person at any place where he is.

PART V

GENERAL AND SUPPLEMENTARY

Expenses.

35. Any expenses of the Secretary of State or the Minister of Agriculture, Fisheries and Food incurred in consequence of the provisions of this Act, including any increase attributable to those provisions in sums payable under any other Act, shall be defrayed out of money provided by Parliament.

Service of documents.

36.—(1) Any notice or other document required or authorised by or by virtue of this Act to be served on any person may be served on him either by delivering it to him or by leaving it at his proper address or by sending it by post.

(2) Any notice or other document so required or authorised to be served on a body corporate or a firm shall be duly served if it is served on the secretary or clerk of that body or a partner of that firm.

(3) For the purposes of this section, and of section 26 of the Interpretation Act 1889 in its application to this section, the proper address of a person, in the case of a secretary or clerk of a body corporate, shall be that of the registered or principal office of that body, in the case of a partner of a firm shall be that of the principal office of the firm, and in any other case shall be the last known address of the person to be served. 1889 c. 63.

37.—(1) In this Act, unless the context otherwise requires— Interpretation.

- “ accounting year ”, in relation to the Board, means, subject to subsection (2) below, the period of twelve months ending with the 31st December in any year, except that the Board’s first accounting year shall end on 31st December 1976 ;
- “ enactment ” includes an enactment of the Parliament of Northern Ireland or the Northern Ireland Assembly ;
- “ holding company ” means a holding company as defined by section 154 of the Companies Act 1948 or section 148 of the Companies Act (Northern Ireland) 1960 ; 1948 c. 38. 1960 c. 22
- “ industry ” includes any description of commercial activity, and any section of an industry, and “ industrial ” has a corresponding meaning ; (N.I.)
- “ manufacturing industry ” means, subject to subsection (3) below, activities which are described in any of the minimum list headings in Orders III to XIX (inclusive) of the Standard Industrial Classification ;
- “ the Ministers ” means the Secretary of State and the Minister of Agriculture, Fisheries and Food ;
- “ planning agreement ” has the meaning assigned to it by section 21(2) above ;
- “ Standard Industrial Classification ” has the meaning assigned to it by section 6(2) of the Industry Act 1972 ; 1972 c. 63.
- “ subsidiary ” means a subsidiary as defined by section 154 of the Companies Act 1948 or section 148 of the Companies Act (Northern Ireland) 1960 ;
- “ wholly owned subsidiary ” has the meaning assigned to it by section 150(4) of the Companies Act 1948 or section 144(5) of the Companies Act (Northern Ireland) 1960.

(2) The Secretary of State may direct that any accounting year of the Board shall end on a date before or after that on which it would otherwise end.

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(3) In determining the extent to which an undertaking is engaged in manufacturing industry, the following activities shall be treated as manufacturing industry so far as they relate to products manufactured or to be manufactured by the undertaking—

research,
 transport,
 distribution,
 repair and maintenance of machinery,
 sales and marketing,
 storage,
 mining and quarrying,
 production and distribution of energy and heating,
 administration,
 training of staff,
 packaging.

(4) Securities and other property are publicly owned for the purposes of this Act if they are held—

- (a) by or on behalf of the Crown ;
- (b) by a company all of whose shares are held by or on behalf of the Crown or by a wholly owned subsidiary of such a company ;
- (c) by any corporation constituted by or under any enactment under which an industry or part of an industry is carried on by that corporation under national ownership or control ; or
- (d) by a wholly owned subsidiary of any such corporation.

(5) Except in so far as the context otherwise requires, any reference in this Act to an enactment shall be construed as a reference to that enactment as amended, applied or extended by or under any other enactment, including this Act.

Orders.

38.—(1) Any power to make an order conferred by this Act shall be exercisable by statutory instrument.

(2) Any power to make an order conferred by any provision of this Act shall include power to make an order varying or revoking any order previously made under that provision.

(3) It is hereby declared that any power of giving directions or making determinations conferred on the Secretary of State by any provision of this Act includes power to vary or revoke directions or determinations given or made under that provision.

Citation etc.

39.—(1) This Act may be cited as the Industry Act 1975.

(2) The enactments specified in Schedule 7 to this Act, not being enactments to which section 22 applies, shall have effect

subject to the amendments set out in that Schedule, being amendments consequential on the foregoing provisions of this Act and minor amendments.

(3) The enactments specified in Schedule 8 to this Act are repealed to the extent mentioned in column 3 of that Schedule.

(4) It is hereby declared that this Act extends to Northern Ireland.

(5) Notwithstanding the provisions—

- (a) of section 12(3) of the Statutory Orders (Special 1945 c. 18 (9 & Procedure) Act 1945, and 10 Geo. 6).
- (b) of section 31(5) of the Trade Union and Labour 1974 c. 52. Relations Act 1974,

the former Act shall apply to any compensation order which extends to Northern Ireland, and the latter Act shall extend to Northern Ireland so far as necessary for the definition of the expression “independent trade union”.

(6) This Act shall come into force on such day as the Secretary of State may by order made by statutory instrument appoint.

(7) An order under subsection (6) above may appoint different days for different provisions and for different purposes.

SCHEDULES

Section 1.

SCHEDULE 1

THE NATIONAL ENTERPRISE BOARD

Appointment and tenure of members

1. It shall be the duty of the Secretary of State—

(a) to satisfy himself, before he appoints a person to be a member of the Board, that he will have no such financial or other interest as is likely to affect prejudicially the performance of his functions as a member ; and

(b) to satisfy himself from time to time with respect to each member that he has no such interest ;

and a person who is a member or whom the Secretary of State proposes to appoint as a member shall, whenever requested by the Secretary of State to do so, furnish the Secretary of State with such information as he may specify with a view to carrying out his duty under this paragraph.

2. Subject to the following provisions of this Schedule, a person shall hold and vacate office as a member or the chairman or a deputy chairman of the Board in accordance with the terms of the instrument appointing him to that office.

3. A person may at any time resign his office as a member or the chairman or a deputy chairman by giving to the Secretary of State a signed notice in writing stating that he resigns that office.

4. Where a member becomes or ceases to be the chairman or a deputy chairman, the Secretary of State may vary the terms of the instrument appointing him a member so as to alter the date on which he is to vacate office as a member.

5. If the chairman or a deputy chairman ceases to be a member, he shall cease to be the chairman or a deputy chairman, as the case may be.

6.—(1) If the Secretary of State is satisfied that a member—

(a) has been absent from meetings of the Board for a period longer than three consecutive months without the permission of the Board ; or

(b) has become bankrupt or made an arrangement with his creditors ; or

(c) is incapacitated by physical or mental illness ; or

(d) is otherwise unable or unfit to discharge the functions of a member,

the Secretary of State may declare his office as a member vacant, and shall notify the declaration in such manner as he thinks fit ; and thereupon the office shall become vacant.

(2) In the application of sub-paragraph (1) above to Scotland, for the references in paragraph (b) to a member's having become bankrupt and to a member's having made an arrangement with his creditors there shall be substituted respectively a reference to sequestration of a member's estate having been awarded and to a member's having made a trust deed for behoof of his creditors or a composition contract.

Remuneration etc.

7. The Board shall pay to each member such remuneration as the Secretary of State may determine with the approval of the Minister for the Civil Service.

8. The Board shall make such provision as may be determined by the Secretary of State with the approval of the said Minister for the payment of pensions, allowances or gratuities (including refunds of contributions to any pension fund with or without interest or other additions) to or in respect of such members or past members of the Board as may be so determined.

9. Where a person ceases to be a member otherwise than on the expiry of his term of office and it appears to the Secretary of State that there are special circumstances which make it right for that person to receive compensation, the Secretary of State, with the approval of the said Minister, may direct the Board to make to that person a payment of such amount as the Secretary of State may determine with the approval of the said Minister.

10.—(1) Without prejudice to section 2(3) above, the Board may, in the case of such of the persons employed by them as may be determined by the Board, pay such pensions, allowances or gratuities to or in respect of them as may be so determined, make such payments towards the provision of such pensions, allowances or gratuities (including refunds of contributions to any pension fund with or without interest or other additions) as may be so determined or provide and maintain such schemes (whether contributory or not) for the payment of such pensions, allowances or gratuities as may be so determined.

(2) Where a person employed by the Board and participating in a scheme for the payment of pensions, allowances or gratuities which is applicable to such persons becomes a member of the Board, his service as a member may be treated for the purposes of the scheme as service as a person employed by the Board, whether or not provision for or in respect of him is made under paragraph 8 above.

Disqualification of members of the Board for House of Commons

11. In Part II of Schedule 1 to the House of Commons Dis- 1975 c. 24.
qualification Act 1975 and in Part II of Schedule 1 to the Northern
Ireland Assembly Disqualification Act 1975 (bodies of which all 1975 c. 25.
members are disqualified), there shall be inserted, at the appropriate
place in alphabetical order:—

“The National Enterprise Board”.

SCH. 1

Proceedings

12. The quorum of the Board and the arrangements relating to meetings of the Board shall be such as the Board may determine.

13.—(1) A member who is in any way directly or indirectly interested in a contract made or proposed to be made by the Board, or in any other matter whatsoever which falls to be considered by the Board, shall disclose the nature of his interest at a meeting of the Board and the disclosure shall be recorded in the minutes of the meeting.

(2) The member shall not—

(a) in the case of any such contract, take part in any deliberation or decision of the Board with respect to the contract; and

(b) in the case of any other matter, take part in any deliberation or decision of the Board with respect to the matter if the Board decide that the interest in question might prejudicially affect the member's consideration of the matter.

(3) For the purposes of this paragraph, a notice given by a member at a meeting of the Board to the effect that he is a member of a specified body corporate or firm and is to be regarded as interested in any contract which is made with the body corporate or firm after the date of the notice, and in any other matter whatsoever concerning the body corporate or firm which falls to be considered by the Board after that date, shall be a sufficient disclosure of his interest.

(4) A member need not attend in person at a meeting of the Board in order to make a disclosure which he is required to make under this paragraph, if he takes reasonable steps to secure that the disclosure is made by a notice which is taken into consideration and read at such a meeting.

14. The validity of any proceedings of the Board shall not be affected by any vacancy among the members or by any defect in the appointment of a member or by any failure to comply with the requirements of paragraph 13 above.

*Incorporation of Board and Execution of
Instruments and Contracts*

15. The Board shall be a body corporate.

16. The fixing of the common seal shall be authenticated by the signature of the secretary of the Board or some other person authorised by the Board to act for that purpose.

17. A document purporting to be duly executed under the seal of the Board shall be received in evidence and shall be deemed to be so executed unless the contrary is proved.

Stamp Duty

SCH. 1

18.—(1) Stamp duty shall not be chargeable on any instrument which is certified to the Commissioners of Inland Revenue by the Board as having been made or executed for the purpose of the transfer to the Board of securities or other property held—

(a) by or on behalf of the Crown ; or

(b) by a company all of whose shares are held by or on behalf of the Crown or by a wholly owned subsidiary of such a company.

(2) Stamp duty shall not be chargeable on any vesting order or on any instrument for giving effect to such an order.

(3) No such order or instrument as is mentioned in sub-paragraph (1) or (2) above shall be deemed to be duly stamped unless it is stamped with the duty for which it would but for this paragraph be liable or it has, in accordance with the provisions of section 12 of the Stamp Act 1891, been stamped with a particular stamp denoting that it is not chargeable with any duty or that it is duly stamped. 1891 c. 39.

Acquisition of holdings of minority shareholders

19. Section 209 of the Companies Act 1948 (power to acquire shares of shareholders dissenting from scheme or contract approved by majority) shall have effect in relation to the transfer of shares or any class of shares in a company to the Board ; and references to a transferee company in that section shall be construed accordingly. 1948 c. 38.

Circulars

20. Section 14(1) of the Prevention of Fraud (Investments) Act 1958 and section 13(1) of the Prevention of Fraud (Investments) Act 1958 (Northern Ireland) 1940 (prohibition on distributing circulars relating to investments) shall not apply to documents which the Board distribute in the discharge of their functions or cause to be so distributed or have in their possession for the purposes of such distribution. 1940 c. 9. (N.I.)

SCHEDULE 2

Section 1.

FINANCIAL AND ADMINISTRATIVE PROVISIONS RELATING TO BOARD

Borrowing Powers

1.—(1) The Board may borrow money only—

(a) in accordance with sub-paragraphs (2) and (3) below, or

(b) from their wholly-owned subsidiaries.

(2) The Board may borrow temporarily, by way of overdraft or otherwise, such sums as they may require for meeting their obligations and discharging their functions—

(a) in sterling from the Secretary of State, or

SCH. 2

- (b) with the consent of the Secretary of State and the approval of the Treasury, or in accordance with any general authority given by the Secretary of State with the approval of the Treasury, either in sterling or in a currency other than sterling from a person other than the Secretary of State.
- (3) The Board may borrow otherwise than by way of temporary loan such sums as they may require for capital purposes or for fulfilling guarantees entered into by them—
- (a) in sterling from the Secretary of State, or
- (b) with the consent of the Secretary of State and the approval of the Treasury, in sterling from the Commission of the European Communities or the European Investment Bank, or
- (c) with the like consent and approval, in any currency other than sterling from a person other than the Secretary of State.
- (4) References to borrowing in this paragraph do not include borrowing under section 3 above.

Government loans to the Board

2.—(1) The Secretary of State may lend to the Board any sums which the Board have power to borrow from him under paragraph 1 above, and the Treasury may issue to the Secretary of State out of the National Loans Fund any sum necessary to enable the Secretary of State to make loans in pursuance of this sub-paragraph.

(2) Any loans made in pursuance of sub-paragraph (1) above shall be repaid to the Secretary of State at such times and by such methods, and interest on the loans shall be paid to him at such times and at such rates, as he may from time to time direct; and all sums received by the Secretary of State in pursuance of this sub-paragraph shall be paid into the National Loans Fund.

(3) The Secretary of State shall prepare in respect of each financial year an account of the sums issued to him in pursuance of sub-paragraph (1) above and the sums received by him in pursuance of sub-paragraph (2) above and of the disposal by him of those sums and shall send the account to the Comptroller and Auditor General before the end of the month of November next following the end of that year; and the Comptroller and Auditor General shall examine, certify and report on the account and lay copies of it and of his report before each House of Parliament.

(4) The Secretary of State shall not make a loan or give a direction in pursuance of this paragraph except with the approval of the Treasury; and the form of the account prepared in pursuance of sub-paragraph (3) above and the manner of preparing it shall be such as the Treasury may direct.

Borrowing by wholly owned subsidiaries

3. It shall be the duty of the Board to secure that no wholly owned subsidiary of theirs borrows money otherwise than from the Board or from another wholly owned subsidiary of theirs except with the consent of the Secretary of State and the approval of the Treasury.

Guarantees

SCH. 2

4.—(1) The Treasury may guarantee, in such manner and on such conditions as they think fit, the repayment of the principal of and the payment of interest on any sums which the Board borrow from a person other than the Secretary of State.

(2) Immediately after a guarantee is given under this paragraph the Treasury shall lay a statement of the guarantee before each House of Parliament ; and where any sum is issued for fulfilling a guarantee so given, the Treasury shall lay before each House of Parliament a statement relating to that sum, as soon as possible after the end of each financial year, beginning with that in which the sum is issued and ending with that in which all liability in respect of the principal of the sum and in respect of interest on it is finally discharged.

(3) Any sums required by the Treasury for fulfilling a guarantee under this paragraph shall be charged on and issued out of the Consolidated Fund.

(4) If any sums are issued in fulfilment of a guarantee given under this paragraph, the Board shall make to the Treasury, at such time and in such manner as the Treasury from time to time direct, payments of such amounts as the Treasury so direct in or towards repayment of the sums so issued and payments of interest, at such rate as the Treasury so direct, on what is outstanding for the time being in respect of sums so issued.

(5) Any sums received by the Treasury in pursuance of sub-paragraph (4) above shall be paid into the Consolidated Fund.

Other Government investment in the Board

5.—(1) The Secretary of State may pay to the Board out of money provided by Parliament such sums (in this Schedule referred to as "public dividend capital") as the Secretary of State thinks fit.

(2) The Secretary of State may direct that so much of the debt assumed by the Board under paragraph 6 below as he may, with the approval of the Treasury, determine shall be treated as an addition to that capital.

(3) In consideration of receiving public dividend capital the Board shall make to the Secretary of State, as respects each accounting year (except such a year as respects which the Board satisfy the Secretary of State that it is inappropriate to make a payment in pursuance of this sub-paragraph), payments of such amounts as may be proposed by the Board and agreed by the Secretary of State or such other amounts as the Secretary of State may determine, after consultation with the Board ; and any sums received by the Secretary of State in pursuance of this sub-paragraph shall be paid into the Consolidated Fund.

(4) The account prepared in respect of any financial year in pursuance of paragraph 2(3) above shall include particulars of the

SCH. 2 sums which in that year are paid to the Board or are paid into the Consolidated Fund in pursuance of this paragraph.

(5) The Secretary of State shall not make a payment, signify agreement or make a determination in pursuance of this paragraph except with the approval of the Treasury.

The Board's Capital Debt

6.—(1) Upon any acquisition to which this paragraph applies, the Board shall assume a debt to the Secretary of State of such amount as may be notified to the Board in writing by him, with the approval of the Treasury.

(2) This paragraph applies to any acquisition by the Board—

(a) of securities or other property held—

(i) by or on behalf of the Crown ; or

(ii) by a company all of whose shares are held by or on behalf of the Crown or by a wholly owned subsidiary of such a company ; or

(b) under section 3 above ; or

(c) under a vesting order.

(3) Subject to sub-paragraph (4) below, in a case to which sub-paragraph (2)(a) above applies the amount to be notified is the aggregate of the following, namely—

(a) the consideration given when the property was first brought into public ownership, and

(b) the costs and expenses of and incidental to it being brought into public ownership.

(4) If it appears to the Secretary of State in any such case that there has been such a change in circumstances since the property was first brought into public ownership that its true value would not be reflected by reference to the consideration mentioned in sub-paragraph (3) above, the Secretary of State, with the approval of the Treasury, shall determine the amount to be notified.

(5) In a case to which sub-paragraph (2)(b) above applies, the amount to be notified is the aggregate of the consideration for the acquisition and the costs and expenses of and incidental to it.

(6) In a case to which sub-paragraph (2)(c) above applies, the amount is the aggregate of the compensation under the relevant compensation order and the costs and expenses of and incidental to the acquisition.

(7) The rate of interest payable on so much of the Board's capital debt as the Secretary of State does not direct to be treated as an addition to the Board's public dividend capital, and the date from which interest is to begin to accrue, the arrangements for paying off

the principal, and the other terms of the debt shall be such as the Secretary of State, with the approval of the Treasury, may from time to time determine; and different rates and dates may be determined under this sub-paragraph with respect to different portions of the debt.

SCH. 2

(8) Any sums received by the Secretary of State under sub-paragraph (7) above shall be paid into the National Loans Fund.

Accounts and audit

7.—(1) The Board shall keep proper accounts and proper records in relation to the accounts and shall prepare in respect of each accounting year a statement of accounts in such form as the Secretary of State, with the approval of the Treasury, may direct, being a form which shall conform to the best commercial standards.

(2) The accounts and statements of accounts of the Board (other than interim statements under sub-paragraph (4) below) shall be audited by auditors appointed by the Board after consultation with the Secretary of State, and a person shall not be qualified to be so appointed unless he is a member of one or more of the following bodies:—

The Institute of Chartered Accountants in England and Wales ;

The Institute of Chartered Accountants of Scotland ;

The Association of Certified Accountants ;

The Institute of Chartered Accountants in Ireland ;

any other body of accountants established in the United Kingdom and for the time being recognised for the purposes of section 161(1)(a) of the Companies Act 1948 or section 1948 c. 38. 155(1)(a) of the Companies Act (Northern Ireland) 1960 ; 1960 c. 22 (N.I.).

but a Scottish firm may be so appointed if each of the partners is qualified to be appointed.

(3) As soon as the accounts and statement of accounts of the Board for any accounting year have been audited under sub-paragraph (2) above, the Board shall send to the Secretary of State a copy of the statement together with a copy of any report made by the auditor on that statement or on the accounts of the Board.

(4) The Board shall also prepare in respect of the first six months of each accounting year an interim statement of accounts in such form as the Secretary of State, with the approval of the Treasury, may direct, and shall do so as soon as practicable after the end of the period to which the statement relates.

(5) As soon as an interim statement of accounts has been prepared, the Board shall send a copy of the statement to the Secretary of State.

(6) It shall be the duty of the Secretary of State to lay before each House of Parliament a copy of every statement and report of which a copy is received by him under this paragraph.

SCH. 2

Annual report

8.—(1) It shall be the duty of the Board to make to the Secretary of State as soon as possible after the end of each accounting year, a report dealing with the operations of the Board during that year.

(2) It shall be the duty of the Secretary of State to lay before each House of Parliament a copy of each report received by him under this paragraph.

(3) A copy of the register under section 1(8) above, as amended from time to time, shall be annexed to each such report.

(4) If a report laid before Parliament under sub-paragraph (2) above sets out a direction under section 7 above a copy of which has not been laid in accordance with subsection (3) of that section, a statement of the reason why the copy was not so laid shall be annexed to the report by the Secretary of State, and the said subsection (3) shall not apply to the direction.

Section 20.

SCHEDULE 3

ARBITRATION

PART I

GENERAL

Establishment of Tribunal

1. If a party to a dispute such as is mentioned in subsection (1) of section 20 above serves on the other party or parties to the dispute, at a time when no proceedings relating to it have been commenced in any court, a notice that he wishes the dispute to be determined by arbitration, the Secretary of State shall by order establish a tribunal to determine the dispute and any other dispute such as is mentioned in subsection (2) of that section.

2. An order under paragraph 1 above shall be laid before each House of Parliament.

3. A tribunal shall be a court of record and shall have an official seal which shall be judicially noticed.

4. A tribunal shall, as the Lord Chancellor may direct, either sit as a single tribunal or sit in two or more divisions and, subject to paragraph 5 below, shall, for the hearing of any proceedings, consist of—

- (a) a president who shall be a barrister or solicitor of at least seven years standing appointed by the Lord Chancellor, and
- (b) two other members appointed by the Secretary of State, one being a person of experience in business and the other being a person of experience in finance.

5. In its application to proceedings which, by virtue of paragraph 18 below, are to be treated as Scottish proceedings, paragraph 4 above shall have effect with the substitution, for sub-paragraph (a) thereof, of the following sub-paragraph:—

“(a) a president who shall be an advocate or solicitor who has practised in Scotland and who shall be appointed by the Lord President of the Court of Session”.

6. The members of a tribunal shall hold office for such period as may be determined at the time of their respective appointments and shall be eligible for reappointment but, notwithstanding that the period for which a member was appointed has not expired,—

- (a) a member may, at any time by not less than one month's notice in writing to his appointor, resign his office ;
- (b) the appointor of a member may declare the office of that member vacant on the ground that he is unfit to continue in his office ; and
- (c) if any member becomes bankrupt or makes a composition with creditors or, in Scotland, if sequestration of a member's estate is awarded or a member makes a trust deed for behoof of his creditors or a composition contract, his office shall thereupon become vacant.

7. If any member of a tribunal becomes, by reason of illness or other infirmity, temporarily incapable of performing the duties of his office, his appointor shall appoint some other fit person to discharge his duties for any period not exceeding 6 months at any one time, and the person so appointed shall during that period have the same powers as the person in whose place he was appointed.

8. In this Part of this Schedule, “appointor”, in relation to a member of a tribunal means—

- (a) in the case of a member appointed under sub-paragraph (a) of paragraph 4 above, the Lord Chancellor or, if paragraph 5 above applies, the Lord President of the Court of Session ; and
- (b) in the case of any other member, the Secretary of State.

9. In Part II of Schedule 1 to the House of Commons Disqualification Act 1975 and in Part II of Schedule 1 to the Northern Ireland Assembly Disqualification Act 1975 (bodies of which all members are disqualified), there shall be inserted, at the appropriate place in alphabetical order:—

“An Arbitration Tribunal established under Schedule 3 to the Industry Act 1975”.

10. In Part I of Schedule 1 to the Tribunals and Inquiries Act 1971 (Tribunals under direct supervision of Council on Tribunals) after the entry the first column of which reads “Indemnification of justices and clerks” there shall be inserted the following entry:—

“Industry. 9A. An arbitration tribunal established under Schedule 3 to the Industry Act 1975.”.

SCH. 3

Staff and expenses

11. A tribunal may appoint such officers as they consider necessary for assisting them in the proper execution of their duties.

12.—(1) There shall be paid to members of a tribunal such remuneration (whether by way of salaries or fees) and such allowances as the Secretary of State may, with the approval of the Minister for the Civil Service, determine.

(2) There shall be paid to any officer appointed under paragraph 11 above and any person to whom proceedings are referred by the tribunal under paragraph 27 below for inquiry and report such remuneration (whether by way of salary or fees) and such allowances as the tribunal may, with the approval of the Secretary of State given with the consent of the Minister for the Civil Service, determine.

(3) The Secretary of State shall pay any such remuneration and allowances and any other expenses of a tribunal shall be defrayed by the Secretary of State out of money provided by Parliament.

PART II

PROCEEDINGS

Proceedings other than Scottish proceedings

13. Paragraphs 14 to 17 below shall have effect with respect to proceedings of a tribunal other than those which, by virtue of paragraph 18 below, are to be treated as Scottish proceedings.

1950 c. 27.

1937 c. 8 (N.I.).

14. The provisions of the Arbitration Act 1950 or, in Northern Ireland, the Arbitration Act (Northern Ireland) 1937 with respect to—

- (a) the administration of oaths and the taking of affirmations,
- (b) the correction in awards of mistakes and errors,
- (c) the summoning, attendance and examination of witnesses and the production of documents, and
- (d) the costs of the reference and award,

shall, with any necessary modifications, apply in respect of such proceedings but, except as provided by this paragraph, the provisions of that Act shall not apply to any such proceedings.

15. A tribunal may, and if so ordered by the Court of Appeal shall, state in the form of a special case for determination by the Court of Appeal any question of law which may arise in such proceedings.

16. An appeal shall lie to the Court of Appeal on any question of law or fact from any determination or order of the tribunal with respect to compensation under section 16(6) above.

17.—(1) Subject to the provisions of this Schedule, the procedure in or in connection with any such proceedings shall be such as may be determined by rules made by the Lord Chancellor by statutory instrument.

(2) A statutory instrument containing rules made under this paragraph shall be subject to annulment in pursuance of a resolution of either House of Parliament.

Scottish proceedings

18. Where a dispute submitted to a tribunal relates to capital of a body corporate whose principal place of business is situated in Scotland, or assets which are situated in Scotland, then, subject to paragraph 20 below, the proceedings before the tribunal in respect of the dispute shall be treated as Scottish proceedings.

19. If, at any stage in any proceedings before a tribunal which would not otherwise fall to be treated as Scottish proceedings, the tribunal are satisfied that, by reason of the fact that questions of Scottish law arise or for any other reason, the proceedings ought thereafter to be treated as Scottish proceedings, the tribunal may order that they shall thereafter be so treated and the provisions of this Schedule shall have effect accordingly.

20. If, at any stage in any proceedings before a tribunal which would otherwise be treated as Scottish proceedings, the tribunal are satisfied that, by reason of the fact that questions of English law arise or for any other reason, the proceedings ought not to be treated as Scottish proceedings, they may make an order that the proceedings shall thereafter not be treated as Scottish proceedings and the proceedings of this Schedule shall have effect accordingly.

21. In Scottish proceedings a tribunal shall have the like powers for securing the attendance of witnesses and the production of documents and with regard to the examination of witnesses on oath and the awarding of expenses as if the tribunal were an arbiter under a submission.

22. A tribunal may and if so directed by the Court of Session shall state a case for the opinion of that Court on any question of law arising in Scottish proceedings.

23.—(1) An appeal shall lie to the Court of Session on any question of law or fact from any determination or order of the tribunal with respect to compensation under section 16(6) above.

(2) An appeal shall lie, with the leave of the Court of Session or of the House of Lords, from any decision of the Court of Session under this paragraph, and such leave may be given on such terms as to costs or otherwise as the Court of Session or the House of Lords may determine.

SCH. 3

24.—(1) Subject to the provisions of this Schedule, the procedure in or in connection with Scottish proceedings shall be such as may be determined by rules made by the Lord Advocate by statutory instrument.

(2) A statutory instrument containing rules made under this paragraph shall be subject to annulment in pursuance of a resolution of either House of Parliament.

25. Unless the tribunal consider that there are special reasons for not doing so, they shall sit in Scotland for the hearing and determination of any Scottish proceedings.

All proceedings

26. Every order of a tribunal—

- (a) shall be enforceable in England and Wales and Northern Ireland as if it were an order of the High Court ; and
- (b) may be recorded for execution in the books of Council and Session and may be enforced accordingly.

27. A tribunal may, at any stage in any proceedings before them, refer to a person or persons appointed by them for the purpose any question arising in the proceedings, other than a question which in their opinion is primarily one of law, for inquiry and report, and the report of any such person or persons may be adopted wholly or partly by the tribunal and, if so adopted, may be incorporated in an order of the tribunal.

Section 22.

SCHEDULE 4

AMENDMENTS TO PART II OF INDUSTRY ACT 1972

PART I

AMENDMENTS EXTENDING POWERS TO GIVE SELECTIVE FINANCIAL ASSISTANCE UNDER INDUSTRY ACT 1972

1972 c. 63.

1. The following provisions of section 7 (selective financial assistance for industry in assisted areas) of the Industry Act 1972 are repealed, namely—

- (a) the words in subsection (4) from the beginning to “and” (which restrict the power to give assistance by means of investment by acquisition of loan or share capital to cases where the Secretary of State is satisfied that financial assistance cannot, or cannot appropriately, be given in any other way) ; and
- (b) subsection (5) (which requires the Secretary of State to dispose of shares or stock as soon as, in his opinion, it is reasonably practicable to do so).

2. The following provisions of section 8 of that Act (general powers of selective financial assistance) are repealed, namely— SCH. 4

- (a) subsection (1)(c) (which prevents the exercise of the powers conferred by the section unless financial assistance cannot, or cannot appropriately, be provided otherwise than by the Secretary of State);
- (b) in subsection (3)—
 - (i) the words from the beginning to “and”, in the first place where it occurs, (which correspond to the words in section 7(4) repealed by paragraph 1(a) above); and
 - (ii) paragraph (b) (which prevents the Secretary of State, in exercise of his powers under the section, acquiring more than half, by nominal value, of the equity share capital of any company);
- (c) subsection (4) (which corresponds to section 7(5)); and
- (d) subsection (5) (which limits the duration of the Secretary of State's powers under the section, except so far as relates to the making of a payment in pursuance of an undertaking previously given, to the period ending 31st December 1977).

*Minor and consequential amendments to Part II of
Industry Act 1972*

3. In section 7(4) of that Act (selective financial assistance for industry in assisted areas), for the words “so described” there shall be substituted the words “described in subsection (3)(a) above”.

4. In section 8(3) of that Act (selective financial assistance: general powers), for the words “so described” there shall be substituted the words “described in subsection (3)(a) of the last preceding section”.

5. The following subsection shall be added at the end of section 9 of that Act (Industrial Development Advisory Board):—

“(5) Any reference in this section to the Secretary of State's functions under sections 7 and 8 of this Act includes a reference to his functions under section 3 of the Industry Act 1975.”

PART II

PART II OF INDUSTRY ACT 1972 AS AMENDED BY THIS ACT

PART II

FINANCIAL ASSISTANCE FOR INDUSTRY

7.—(1) For the purposes set out in the following provisions of this section the Secretary of State may, with the consent of the Treasury, provide financial assistance where, in his opinion—

- (a) the financial assistance is likely to provide, maintain or safeguard employment in any part of the assisted areas, and

Selective financial assistance for industry in assisted areas.

SCH. 4

(b) the undertakings for which the assistance is provided are or will be wholly or mainly in the assisted areas.

(2) The purposes mentioned in subsection (1) of this section are—

- (a) to promote the development or modernisation of an industry,
- (b) to promote the efficiency of an industry,
- (c) to create, expand or sustain productive capacity in an industry, or in undertakings in an industry,
- (d) to promote the reconstruction, reorganisation or conversion of an industry or of undertakings in an industry,
- (e) to encourage the growth of, or the proper distribution of undertakings in, an industry,
- (f) to encourage arrangements for ensuring that any contraction of an industry proceeds in an orderly way.

(3) Subject to the following provisions of this section, financial assistance under this section may be given on any terms or conditions, and by any description of investment or lending or guarantee, or by making grants, and may, in particular, be—

- (a) investment by acquisition of loan or share capital in any company, including an acquisition effected by the Secretary of State through another company, being a company formed for the purpose of giving financial assistance under this Part of this Act,
- (b) investment by the acquisition of any undertaking or of any assets,
- (c) a loan, whether secured or unsecured, and whether or not carrying interest, or interest at a commercial rate,
- (d) any form of insurance or guarantee to meet any contingency, and in particular to meet default on payment of a loan, or of interest on a loan, or non-fulfilment of a contract.

(4) . . . The Secretary of State, in giving financial assistance in the way described in subsection (3)(a) above shall not acquire any shares or stock in a company without the consent of that company.

(5) . . .

(6) In this section “industry”, unless the context otherwise requires, includes any description of commercial activity, and references to an industry include references to any section of an industry.

(7) In this section “the assisted areas” means the development areas, the intermediate areas and Northern Ireland.

8.—(1) For the purposes set out in subsection (2) of the last preceding section the Secretary of State may, with the consent of the Treasury, provide financial assistance where, in his opinion—

- (a) the financial assistance is likely to benefit the economy of the United Kingdom, or of any part or area of the United Kingdom, and
- (b) it is in the national interest that the financial assistance should be provided on the scale, and in the form and manner, proposed,
- (c) . . .

(2) Financial assistance under this section may, subject to the following provisions of this section, be given in any of the ways set out in subsection (3) of the last preceding section.

(3) . . . The Secretary of State, in giving financial assistance in the way described in subsection (3)(a) of the last preceding section—

- (a) shall not acquire any shares or stock in a company without the consent of that company,
- (b) . . .

(4) . . .

(5) . . .

(6) The aggregate of—

- (a) the sums paid by the Secretary of State under this section, plus
- (b) the liabilities of the Secretary of State under any guarantees given by him under this section (exclusive of any liability in respect of interest on a principal sum so guaranteed),

less any sum received by the Secretary of State by way of repayment of loans under this section, or repayment of principal sums paid to meet a guarantee under this section, shall not at any time exceed the limit specified in subsection (7) below.

(7) The said limit shall be £150 million, but the Secretary of State may, on not more than four occasions, by order made with the consent of the Treasury increase or further increase that limit by a sum specified in the order, being a sum not exceeding £100 million.

An order under this subsection shall be contained in a statutory instrument, and such an order shall not be made unless a draft of the order has been approved by a resolution of the Commons House of Parliament.

(8) The sums which the Secretary of State pays or undertakes to pay by way of financial assistance under this section in respect of any one project shall not exceed £5 million, except so far as any excess over the said sum of £5 million has been authorised by a resolution of the Commons House of Parliament:

Provided that this subsection shall not apply where the Secretary of State is satisfied that the payment or undertaking is urgently needed at a time when it is impracticable to obtain the approval of the Commons House of Parliament; and in that case the Secretary of State shall lay a statement concerning the financial assistance before each House of Parliament.

SCH. 4
Industrial Development
Advisory
Board.

9.—(1) The Secretary of State shall appoint a board, which shall be called the Industrial Development Advisory Board, to advise him with respect to the exercise of his functions under sections 7 and 8 of this Act.

(2) The Board shall consist of a chairman and not less than six nor more than twelve other members.

(3) The members of the Board shall include persons who appear to the Secretary of State to have wide experience of, and to have shown capacity in, industry, banking, accounting and finance.

(4) If the Board make a recommendation with respect to any matter at the request of the Secretary of State and the Secretary of State exercises his functions under sections 7 and 8 of this Act contrary to their recommendation, he shall, if the Board so request, lay a statement as to the matter before Parliament.

(5) Any reference in this section to the Secretary of State's functions under sections 7 and 8 of this Act includes a reference to his functions under section 3 of the Industry Act 1975.

Section 27.

SCHEDULE 5

DISCLOSURE OF INFORMATION BY GOVERNMENT

1. For the purposes of this Schedule the Treasury shall keep a macro-economic model suitable for demonstrating the likely effects on economic events in the United Kingdom of different assumptions about the following matters, namely—

- (a) government economic policies ;
- (b) economic events outside the United Kingdom ; and
- (c) such (if any) other matters as appear to the Treasury from time to time likely to have a substantial effect on economic events in the United Kingdom.

2. The model shall enable forecasts to be made—

- (a) of any of the following, namely—
 - (i) the level of gross domestic product ;
 - (ii) unemployment ;
 - (iii) the balance of payments on current account ;
 - (iv) the general index of retail prices ; and
 - (v) average earnings ; and
- (b) of such (if any) other economic variables as are appropriate in the opinion of the Treasury from time to time.

3. The references to forecasts in paragraph 2 above are references to forecasts relating to successive periods of three months and not to shorter periods.

4. The model shall be maintained on a computer.

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5. The model shall be available to members of the public to make forecasts based on their own assumptions, using the computer during office hours upon payment of such reasonable fee as the Treasury may determine.

6. Not less than twice in each year commencing with a date not later than one year from the coming into force of this Act, the Treasury shall publish forecasts produced with the aid of the model as to such matters and based on such alternative assumptions as appear to them to be appropriate.

7. Any forecast under this Schedule shall indicate, where possible, the margin of error attaching to it.

8. The Treasury shall from time to time publish an analysis of errors in such forecasts that would have remained even if the assumptions set out in the forecasts and on which they were based had been correct.

9. It shall be the duty of a Minister of the Crown who proposes to enter into, or has entered into a planning agreement with a body corporate to participate with that body in demonstrating so far as possible, upon the application of that body, the relationship between the undertaking to which the agreement relates and the national economy.

SCHEDULE 6

Section 32.

ADVISORY COMMITTEES

1. The Secretary of State, with the consent of the Ministry of Agriculture, Fisheries and Food, shall draw up and from time to time revise—

- (a) a panel of persons who have experience in industrial affairs as employers or managers ;
- (b) a panel of persons who have experience in industrial affairs as representatives of workers ;
- (c) a panel of persons who are barristers or solicitors ; and
- (d) a panel of persons who are advocates or solicitors who have practised in Scotland.

2. Of the panels—

- (a) that mentioned in paragraph 1(c) above shall be appointed with the consent of the Lord Chancellor, and
- (b) that mentioned in paragraph 1(d) above shall be appointed with the consent of Lord President of the Court of Session.

3. When either of the Ministers is required to make a reference under section 32 above or makes such a reference himself, he shall constitute, for the purpose of advising him, a committee consisting of three persons, namely—

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- (a) one from the panel mentioned in paragraph 1(a) above,
- (b) one from the panel mentioned in paragraph 1(b) above, and
- (c) one from the relevant panel of lawyers ;

and for the purposes of this Schedule, " the relevant panel of lawyers " means—

- (i) the panel mentioned in paragraph 1(d) above, if the Minister constituting the committee considers, having regard to any representations made by the company or companies concerned or by the authorised representative of a relevant trade union, that this is appropriate, and
- (ii) in any other case, the panel mentioned in paragraph 1(c) above.

4. The Minister constituting a committee shall appoint as the committee's chairman the member of the committee appointed to it from the relevant panel of lawyers.

5. A committee may, at the discretion of the chairman, where it appears expedient to do so, call in the aid of one or more persons who appear to the committee to be specially qualified for the purpose, and may settle its advice wholly or partly with the assistance of that person or persons.

6. A committee shall sit in private.

7. The Minister appointing a committee shall pay its expenses, including such (if any) fees for its members and for any person called in under paragraph 5 above as he may, with the approval of the Minister for the Civil Service, determine.

8. Any such Minister may make arrangements for securing that such of his officers as he considers are required are available to assist a committee.

9.—(1) The Secretary of State may make regulations as to the procedure for or in connection with references to advisory committees and the making by such committees of reports to the Minister concerning such references.

(2) Without prejudice to the generality of sub-paragraph (1) above, the regulations may prescribe the time within which representations are to be made.

(3) Regulations under this paragraph shall be made by statutory instrument.

(4) A statutory instrument containing regulations under this paragraph shall be subject to annulment in pursuance of a resolution of either House of Parliament.

SCHEDULE 7

Section 39.

MINOR AND CONSEQUENTIAL AMENDMENTS OF
INDUSTRY ACT 1972

1. In section 6(2) of the Industry Act 1972 (interpretation of Part I) 1972 c. 63. the words "or a pipe-line" shall be omitted from the definitions of "machinery or plant" and "works" (where their inclusion has the effect of making capital expenditure on machinery or plant consisting of a pipe-line ineligible for regional development grant).

2. At the end of section 16(1)(a) of that Act (annual reports of Secretary of State) there shall be added the words "and section 3 of the Industry Act 1975".

SCHEDULE 8

Section 38.

REPEALS

Chapter	Short Title	Extent of Repeal
1972 c. 63.	The Industry Act 1972.	In section 6(2), in the definition of "machinery or plant" the words "or a pipe-line"; the definition of "pipe-line" and in the definition of "works" the words "or a pipe-line". In section 7, in subsection (4), the words from the beginning to "and" and subsection (5). In section 8, in subsection (1) paragraph (c) and the word "and" immediately preceding it, in subsection (3) the words from the beginning to "and" in the first place where it occurs and paragraph (b) and the word "and" immediately preceding it, and subsections (4) and (5).

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