



Enterprise Act 2002

2002 CHAPTER 40

PART 3

MERGERS

CHAPTER 4

ENFORCEMENT

Interim restrictions and powers

77 Restrictions on certain dealings: completed mergers

- (1) Subsections (2) and (3) apply where—
 - (a) a reference has been made under section 22 [^{F1}or 68B] but not finally determined; and
 - (b) no undertakings under section ^{F2}... 80 are in force in relation to the relevant merger situation concerned and no orders under section 72 or 81 are in force in relation to that situation.
- (2) No relevant person shall, without the consent of the [^{F3}CMA] —
 - (a) complete any outstanding matters in connection with any arrangements which have resulted in the enterprises concerned ceasing to be distinct enterprises;
 - (b) make any further arrangements in consequence of that result (other than arrangements which reverse that result); or
 - (c) transfer the ownership or control of any enterprises to which the reference relates.
- (3) No relevant person shall, without the consent of the [^{F3}CMA], assist in any of the activities mentioned in paragraphs (a) to (c) of subsection (2).
- (4) The prohibitions in subsections (2) and (3) do not apply in relation to anything which the person concerned is required to do by virtue of any enactment.

Changes to legislation: There are currently no known outstanding effects for the Enterprise Act 2002, Section 77. (See end of Document for details)

- (5) The consent of the [F⁴CMA] under subsection (2) or (3)—
- (a) may be general or special;
 - (b) may be revoked by the [F⁴CMA]; and
 - (c) shall be published in such manner as the [F⁴CMA] considers appropriate for the purpose of bringing it to the attention of any person entitled to the benefit of it.
- (6) Paragraph (c) of subsection (5) shall not apply if the [F⁴CMA] considers that publication is not necessary for the purpose mentioned in that paragraph.
- (7) Subsections (2) and (3) shall apply to a person’s conduct outside the United Kingdom if (and only if) he is—
- (a) a United Kingdom national;
 - (b) a body incorporated under the law of the United Kingdom or of any part of the United Kingdom; or
 - (c) a person carrying on business in the United Kingdom.
- (8) In this section “relevant person” means—
- (a) any person who carries on any enterprise to which the reference relates or who has control of any such enterprise;
 - (b) any subsidiary of any person falling within paragraph (a); or
 - (c) any person associated with any person falling within paragraph (a) or any subsidiary of any person so associated.

Textual Amendments

- F1** Words in s. 77(1)(a) inserted (26.10.2023) by [Energy Act 2023 \(c. 52\)](#), s. 334(2)(j), [Sch. 16 para. 15](#)
- F2** Words in s. 77(1)(b) omitted (1.4.2014) by virtue of [Enterprise and Regulatory Reform Act 2013 \(c. 24\)](#), s. 103(3), [Sch. 15 para. 30](#); S.I. 2014/416, art. 2(1)(f) (with Sch.)
- F3** Word in s. 77(2)(3) substituted (1.4.2014) by [Enterprise and Regulatory Reform Act 2013 \(c. 24\)](#), s. 103(3), [Sch. 5 para. 117](#) (with s. 28); S.I. 2014/416, art. 2(1)(d) (with Sch.)
- F4** Word in s. 77(5)(6) substituted (1.4.2014) by [Enterprise and Regulatory Reform Act 2013 \(c. 24\)](#), s. 103(3), [Sch. 5 para. 117](#) (with s. 28); S.I. 2014/416, art. 2(1)(d) (with Sch.)

Changes to legislation:

There are currently no known outstanding effects for the Enterprise Act 2002, Section 77.