

National Security and Investment Act 2021

CHAPTER 25

NATIONAL SECURITY AND INVESTMENT ACT 2021

PART 1

CALL-IN FOR NATIONAL SECURITY

CHAPTER 1

CALL-IN POWER

- 1 Call-in notice for national security purposes
- 2 Further provision about call-in notices
- 3 Statement about exercise of call-in power
- 4 Consultation and parliamentary procedure

CHAPTER 2

INTERPRETATION

- 5 Meaning of "trigger event" and "acquirer"
- 6 Notifiable acquisitions
- 7 Qualifying entities and assets
- 8 Control of entities
- 9 Control of assets
- 10 Holding and acquiring interests and rights: supplementary
- 11 Exceptions relating to control of assets
- 12 Trigger events: supplementary

CHAPTER 3

APPROVAL OF NOTIFIABLE ACQUISITION

13 Approval of notifiable acquisition

CHAPTER 4

PROCEDURE

Procedure in respect of notifiable acquisition

- 14 Mandatory notification procedure
- 15 Requirement to consider retrospective validation without application
- 16 Application for retrospective validation of notifiable acquisition
- 17 Retrospective validation of notifiable acquisition following call-in

Voluntary notification of trigger event

18 Voluntary notification procedure

Information, etc

- 19 Power to require information
- 20 Attendance of witnesses
- 21 Information notices and attendance notices: persons outside the UK
- 22 False or misleading information

PART 2

REMEDIES

Assessment period

- 23 Meaning of "assessment period"
- 24 Effect of information notice and attendance notice

Interim and final orders

- 25 Interim orders
- 26 Final orders and final notifications
- 27 Review, variation and revocation of orders
- 28 Orders: supplementary
- 29 Publication of notice of final order

Financial assistance

30 Financial assistance

CMA functions

31 Interaction with CMA functions under Part 3 of Enterprise Act 2002

PART 3

ENFORCEMENT AND APPEALS

Offences

- 32 Offence of completing notifiable acquisition without approval
- 33 Offence of failing to comply with order
- 34 Offences: information and attendance of witnesses
- 35 Offences in relation to sharing information
- 36 Offences by bodies corporate etc

Prosecution and penalties

- 37 Prosecution
- 38 Proceedings against partnerships etc
- 39 Offences: penalties

Civil sanctions

- 40 Power to impose monetary penalties
- 41 Permitted maximum penalties
- 42 Review, variation and revocation of monetary penalties
- 43 Monetary penalties: criminal proceedings and convictions
- 44 Recovering penalties
- 45 Monetary penalties: cost recovery
- 46 Review, variation and revocation of cost recovery notice
- 47 Enforcement of cost recovery notice

Civil proceedings

48 Enforcement through civil proceedings

Judicial review and appeals

- 49 Procedure for judicial review of certain decisions
- 50 Appeals against monetary penalties
- 51 Appeals against costs

Territorial application

52 Extra-territorial application and jurisdiction to try offences

PART 4

MISCELLANEOUS

Administrative requirements

53 Procedure for service, etc

Information gateways

- 54 Disclosure of information
- 55 Disclosure of information held by HMRC

CMA information

56 Duty of CMA to provide information and assistance

Data protection

57 Data protection

Minor amendments, etc

58 Minor and consequential amendments and revocations

Disclosure of information under the Enterprise Act 2002

59 Overseas information disclosure

Defamation

60 Defamation

Annual report

61 Annual report

PART 5

FINAL PROVISIONS

- 62 Transitional and saving provision in relation to the Enterprise Act 2002
- 63 Regulations under this Act
- 64 Financial provision
- 65 Interpretation
- 66 Short title, commencement and extent

SCHEDULES

SCHEDULE 1 — Trigger events: holding of interests and rights

Joint interests

1 If two or more persons each hold an interest or...

Joint arrangements

2 (1) If interests or rights held by a person and...

Indirect holdings

3 (1) An interest or right held indirectly by a person...

Interests held by nominees

4 An interest held by a person as nominee for another...

Rights treated as held by person who controls their exercise

5 (1) Where a person controls a right, the right is...

Rights exercisable only in certain circumstances etc

6 (1) Rights that are exercisable by a person only in...

Rights attached to shares held by way of security

7 Rights attached to shares held by way of security provided...

Connected persons

- 8 Two or more persons who are connected with each other...
- 9 (1) Two or more undertakings are connected if they are...
- 10 (1) An individual, A, is connected with another individual, B,...

Common purpose

11 (1) Two or more persons who share a common purpose...

Arrangements

12 (1) In this Schedule "arrangement" includes— (a) any scheme, agreement...

SCHEDULE 2 — Minor and consequential amendments and revocations

- 1 The Enterprise Act 2002 is amended in accordance with paragraphs...
- 2 (1) Section 23 (relevant merger situations) is amended as follows....
- 3 Omit section 23A.
- 4 In section 35(7) (questions to be decided in relation to...
- 5 In section 36(6) (questions to be decided in relation to...
- 6 In section 48(3) (cases where references or certain questions need...
- 7 In section 58 (specified considerations), omit subsections (1) and (2)....
- 8 In section 59 (intervention by Secretary of State in special...
- 9 In section 153 (specified considerations), omit subsection (2).
- 10 In paragraph 20(1) of Schedule 8 (national security) omit "(within...
- In consequence of the preceding paragraphs, the following are revoked

—...

Changes to legislation:

There are currently no known outstanding effects for the National Security and Investment Act 2021.