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STATUTORY INSTRUMENTS

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**1995 No. 1013**

**CONTRACTING OUT**

**The Contracting Out (Functions in relation to  
the Registration of Companies) Order 1995**

*Made - - - - 4th April 1995*  
*Coming into force (Save as 5th April 1995*  
*provided in Article 1(3))*

Whereas the Secretary of State pursuant to section 69(3) of the Deregulation and Contracting Out Act 1994(1) has consulted the registrar of companies for England and Wales and the registrar of companies for Scotland,

And whereas a draft of this Order has been laid before Parliament and approved by a resolution of each House of Parliament under section 77(2) of that Act,

Now therefore the Secretary of State, in exercise of the powers conferred on him by section 69 of that Act and of all other powers enabling him in that behalf, hereby makes the following Order:—

**Citation and Commencement**

1.—(1) This Order may be cited as the Contracting Out (Functions in relation to the Registration of Companies) Order 1995.

(2) Save as provided in paragraph (3) below, this Order shall come into force on the day after the day on which it is made.

(3) This Order shall come into force in relation to any functions conferred by or under sections 652A to F of the Companies Act 1985(2) (striking off register of non-trading private companies) immediately after those sections come into force.

**Interpretation**

2.—(1) In this Order—

“the Act” means the Companies Act 1985;

“the Regulations” mean the European Economic Interest Grouping Regulations 1989(3); and

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(1) 1994 c. 40.

(2) 1985 c. 6; sections 652A to F are prospectively inserted by section 13(1) of, and paragraphs 1 and 2 of Schedule 5 to, the Deregulation and Contracting Out Act 1994.

(3) S.I.1989/638.

“EEIG” means a European Economic Interest Grouping as defined in regulation 2(1) of the Regulations.

(2) Any expression used in the Act, if used in this Order, bears the same meaning as it bears in the Act unless the context otherwise requires.

**Contracting out of functions of the registrar in relation to England and Wales**

3. Any function of the registrar of companies for England and Wales which is listed in Schedule 1 to this Order may be exercised by, or by employees of, such person (if any) as may be authorised in that behalf by the registrar of companies for England and Wales.

**Contracting out of functions of the registrar in relation to Scotland**

4.—(1) Subject to paragraph (2) below, any function of the registrar of companies for Scotland which is conferred by or under any enactment may be exercised by, or by employees of, such person (if any) as may be authorised in that behalf by the registrar of companies for Scotland.

(2) Paragraph (1) above does not apply to the functions listed in Schedule 2 to this Order.

**Contracting out of functions of the Secretary of State**

5. Any function of the Secretary of State which is listed in Schedule 3 to this Order may be exercised by, or by employees of, such person (if any) as may be authorised in that behalf by the Secretary of State.

*Jonathan Evans*  
Parliamentary Under-Secretary of State for  
Corporate Affairs  
Department of Trade and Industry

4th April 1995

## SCHEDULE 1

Article 3

### FUNCTIONS OF THE REGISTRAR OF COMPANIES FOR ENGLAND AND WALES ENABLED TO BE CONTRACTED OUT

1. Any function of receiving any return, account or other document required to be filed with, delivered or sent, or notice of any matter required to be given, to the registrar which is conferred by or under any enactment.

2. Any functions in relation to—

- (a) the incorporation of companies and the change of name of companies by or under Chapters I and II of Part I of the Act (company formation; company names);
- (b) the re-registration and change of status of companies by or under Part II (re-registration as a means of altering a company's status) and sections 138 (registration of order and minute of reduction), 139 and 147 of the Act (re-registration of public companies on reduction of capital).

3. Functions conferred by or under any of the following provisions of the Act:

- (a) sections 705 and 705A(4) (companies' registered numbers and registration of branches of oversea companies) except insofar as they relate respectively to the determination of the form of companies' registered numbers and branches' registered numbers;
- (b) section 706(5) (delivery to the registrar of documents in legible form) except insofar as they relate to specification of requirements for the purpose of enabling the copying of documents delivered to the registrar;
- (c) section 707(6) (delivery to the registrar of documents other than in legible form) except insofar as they relate to the approval of the non-legible form in which information may be conveyed to the registrar;
- (d) section 709(7) (inspection etc. of records kept by the registrar) except insofar as they relate to the determination of the means of facilitating the exercise of the right of persons to inspect records kept by the registrar, or the form in which copies of the information contained in those records may be made available;
- (e) section 710 (certificate of incorporation); and
- (f) section 710A(8) (provision and authentication by registrar of documents in non-legible form) except insofar as they relate to the approval of the means of communication to the registrar of information in non-legible form.

4. Functions conferred by or under section 13 of the Newspaper Libel and Registration Act 1881(9) (registrar to enter returns on register).

5. Functions conferred by or under section 16 of the Limited Partnerships Act 1907(10) (inspection of statements registered).

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(4) Section 705 was substituted by section 145 of, and paragraph 14 of Schedule 19 to, the Companies Act 1989 (c. 40), and amended by regulation 4 of, and paragraph 5 of Schedule 3 to, S.I. 1992/3179; section 705A was inserted by regulation 3(2) of S.I. 1992/3179.

(5) Section 706 was substituted by section 125(1) of the Companies Act 1989, and amended by regulation 4 of, and paragraph 6 of Schedule 3 to, S.I. 1992/3179.

(6) Section 707 was substituted by section 125(2) of the Companies Act 1989, and amended by regulation 4 of, and paragraph 6 of Schedule 3 to, S.I. 1992/3179.

(7) Section 709 was substituted by section 126(2) of the Companies Act 1989.

(8) Section 710A was inserted by section 126(2) of the Companies Act 1989.

(9) 44 and 45, Vict. c. 60.

(10) 7 Edw. 7 c. 24.

*Status: This is the original version (as it was originally made).*

6. Functions conferred by or under section 47 or 65 of the Insurance Companies Act 1982(11) (rescission, variation and publication of requirements and documents deposited with the Secretary of State).

7. Functions conferred by or under regulation 14 of the Regulations (inspection of documents).

8. Functions conferred by or under any provision of the Act listed in paragraphs 2 and 3 above to the extent specified in those paragraphs where any such provision is applied to EEIGs by regulation 18 of the Regulations (application of the Companies Act 1985).

## SCHEDULE 2

Article 4

### FUNCTIONS OF REGISTRAR OF COMPANIES FOR SCOTLAND EXCLUDED FROM CONTRACTING OUT

1. Functions conferred by or under any of the following provisions of the Act:
  - (a) section 242(12) (accounts and reports to be delivered to the registrar) so far as they relate to the making of an application to the court;
  - (b) sections 705 and 705A so far as they relate respectively to the determination of the form of companies' registered numbers and branches' registered numbers;
  - (c) section 706 so far as they relate to the specification of requirements for the purpose of enabling the copying of documents delivered to the registrar;
  - (d) section 707 so far as they relate to the approval of the non-legible form in which information may be conveyed to the registrar;
  - (e) section 707A(13) (the keeping of company records by the registrar) so far as they relate to the determination of the form in which the information contained in documents delivered to the registrar may be recorded and kept;
  - (f) section 708(5) (fees payable to the registrar);
  - (g) section 709 so far as they relate to the determination of the means of facilitating the exercise of the right of persons to inspect records kept by the registrar, or of the form in which copies of the information contained in these records may be made available;
  - (h) section 710A so far as they relate to the approval of the means of communication by the registrar of information in non-legible form; and
  - (i) section 713(14) (enforcement of company's duty to make returns) so far as they relate to the making of an application to the court.
2. Functions conferred by or under any of the following provisions of the Insolvency Act 1986(15):
  - (a) section 69 (enforcement of receiver's duty to make returns etc.); and
  - (b) section 170 (enforcement of liquidator's duty to make returns etc.).
3. Functions conferred by or under regulation 4(2) of the Regulations (transfer of official address).

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(11) 1982 c. 30.

(12) Section 242 was substituted by section 11 of the Companies Act 1989 and amended by regulation 2(1) and (2) of S.I. 1992/1083 and by section 30(4) of the Welsh Language Act 1993 (c. 38).

(13) Section 707A was inserted by section 126(1) of the Companies Act 1989.

(14) Section 713(1) was amended by section 127(4) of the Companies Act 1989.

(15) 1986 c. 45.

4. Functions conferred by or under any provision of the Act or the Insolvency Act 1986 listed in paragraphs 1 and 2(a) above to the extent specified in these paragraphs where any such provision is applied to EEIGs by regulation 18 or 19 of the Regulations.

### SCHEDULE 3

Article 5

#### FUNCTIONS OF THE SECRETARY OF STATE ENABLED TO BE CONTRACTED OUT

1. Functions conferred by or under any of the following provisions of the Act:
  - (a) section 26(2) (prohibition on registration of certain names except with the approval of the Secretary of State);
  - (b) section 244(5) (extension by Secretary of State of the period allowed for laying and delivering accounts and reports); and
  - (c) section 702(5) (extension by Secretary of State of period for delivering accounts and reports of an overseas company).
2. Functions conferred by or under section 2 of the Business Names Act 1985<sup>(16)</sup> (prohibition of use of certain business names).
3. Functions conferred by or under section 2 of the Business Names Act 1985 as applied to EEIGs by regulation 17 of the Regulations (application of Business Names Act 1985).

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#### EXPLANATORY NOTE

*(This note does not form part of the Order)*

This Order makes provision to enable the registrar of companies for England and Wales, the registrar of companies for Scotland and the Secretary of State to authorise another person, or that person's employees, to exercise certain of their functions in relation to companies.

Article 3 of the Order enables the registrar of companies for England and Wales to authorise the exercise by another person, or that person's employees, of those functions conferred on the registrar which are listed in Schedule 1 to the Order.

Article 4 of the Order enables the registrar of companies for Scotland to authorise the exercise by another person, or that person's employees, of all the functions conferred on the registrar by any enactment with the exception of those listed in Schedule 2 to the Order.

Article 5 of the Order enables the Secretary of State to authorise the exercise by another person, or that person's employees, of those functions conferred on the Secretary of State which are listed in Schedule 3 to the Order.

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<sup>(16)</sup> 1985 c. 7.