

SCHEDULE 4

Regulation 6

NOTICES DELIVERED TO THE REGISTRAR OF COMPANIES

Interpretation

1.—(1) In this Schedule—

“the 1985 Act” means the Companies Act 1985⁽¹⁾;

“electronic communication” means the same as in the Electronic Communications Act 2000⁽²⁾;

“Model Law notice” means a notice delivered to the registrar of companies under paragraph 26(6) of Schedule 2 or paragraph 7(4) of Schedule 3.

(2) Expressions defined in the Model Law or Schedule 2 or 3, as appropriate, have the same meaning when used in this Schedule.

(3) References in this Schedule to delivering a notice include sending, forwarding, producing or giving it.

Functions of the registrar of companies

2.—(1) Where a Model Law notice is delivered to the registrar of companies in respect of a relevant company, the registrar shall enter a note in the register relating to that company.

(2) The note referred to in sub-paragraph (1) shall contain the following particulars, in each case as stated in the notice delivered to the registrar—

(a) brief details of the court order made;

(b) the date of the court order; and

(c) the name and address for service of the person who is the foreign representative in relation to the company.

Registrar of companies to whom notices to be delivered

3.—(1) References in Schedules 2 and 3 to the registrar of companies in relation to a relevant company shall be construed in accordance with the following provisions.

(2) The notices which a relevant company is required to deliver to the registrar of companies shall be delivered—

(a) to the registrar for England and Wales if the company has a relevant presence in England and Wales, and

(b) to the registrar for Scotland if the company has a relevant presence in Scotland,

and if the relevant company has a relevant presence in both parts of Great Britain, the notices shall be delivered to both registrars.

(3) For the purposes of this paragraph a “relevant presence” means—

(a) in the case of a company within the meaning of section 735(1) of the 1985 Act, its registered office,

(b) in the case of an unregistered company within the meaning of Part 5 of the 1986 Act which is subject to a requirement imposed by virtue of section 690A of the 1985 Act⁽³⁾, a branch,

(1) 1985 c. 6.

(2) 2000 c. 7.

(3) 1985 c. 6; section 690A was inserted by S.I. 1992/3179.

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- (c) in the case of an unregistered company within the meaning of Part 5 of the 1986 Act which is subject to a requirement imposed by virtue of section 691(1)(4) of the 1985 Act, an established place of business, and
- (d) in the case of an unregistered company within the meaning of Part 5 of the 1986 Act which is subject to a requirement imposed by virtue of section 718(5) of the 1985 Act, a principal place of business.

Delivery to registrar of notices

4.—(1) Electronic communications may be used for the delivery of any Model Law notice, provided that such delivery is in such form and manner as is directed by the registrar.

(2) Where the Model Law notice is required to be signed, it shall instead be authenticated in such manner as is directed by the registrar.

(3) If a Model Law notice is delivered to the registrar which does not comply with the requirements of these Regulations, he may serve on the person by whom the notice was delivered (or, if there are two or more such persons, on any of them) a notice (a non-compliance notice) indicating the respect in which the Model Law notice does not comply.

(4) Where the registrar serves a non-compliance notice, then, unless a replacement Model Law notice—

- (a) is delivered to him within 14 days after the service of the non-compliance notice, and
- (b) complies with the requirements of these Regulations or is not rejected by him for failure to comply with those requirements,

the original Model Law notice shall be deemed not to have been delivered to him.

Enforcement of foreign representative's duty to give notice to registrar

5.—(1) If a foreign representative, having made default in complying with paragraph 26(6) of Schedule 2 or paragraph 7(4) of Schedule 3 fails to make good the default within 14 days after the service of a notice on the foreign representative requiring him to do so, the court may, on an application made to it by any creditor, member, director or other officer of the debtor or by the registrar of companies, make an order directing the foreign representative to make good the default within such time as may be specified in the order.

(2) The court's order may provide that all costs of and incidental to the application shall be borne by the foreign representative.

Rectification of the register under court order

6.—(1) The registrar shall remove from the register any note, or part of a note—

- (a) that relates to or is derived from a court order that the court has declared to be invalid or ineffective, or
- (b) that the court declares to be factually inaccurate or derived from something that is factually inaccurate or forged,

and that the court directs should be removed from the register.

(2) The court order must specify what is to be removed from the register and indicate where on the register it is and the registrar shall carry out his duty under sub-paragraph (1) within a reasonable time of receipt by him of the relevant court order.

(4) As amended by S.I. 2000/3373 and 2002/912.

(5) As amended by the Statute Law (Repeals) Act 2004 (c. 14) and S. 1. 2001/1228.

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