

**2015 No. 180**

**COMPANIES**

**The Companies (Cross-Border Mergers) (Amendment)  
Regulations 2015**

*Made* - - - - *9th February 2015*

*Laid before Parliament* *12th February 2015*

*Coming into force* - - *6th April 2015*

The Secretary of State is a Minister designated for the purposes of section 2(2) of the European Communities Act 1972<sup>(a)</sup> in relation to the creation, operation, regulation or dissolution of companies and other forms of business organisation<sup>(b)</sup>.

In exercise of the powers conferred by section 2(2) of that Act the Secretary of State makes the following Regulations:

**1.** These Regulations may be cited as the Companies (Cross-Border Mergers) (Amendment) Regulations 2015 and come into force on 6th April 2015.

**2.** In regulation 16 of the Companies (Cross-Border Mergers) Regulations 2007<sup>(c)</sup>, for paragraph (3) substitute—

“**3.** After the consequences of the cross-border merger have taken effect (see regulation 17)—

- (a) an order made under this regulation is conclusive evidence that—
  - (i) the conditions set out in paragraph (1) have been satisfied; and
  - (ii) the requirements of regulations 7 to 10 and 12 to 15 (pre-merger requirements) have been complied with; and
- (b) the cross-border merger may not be declared null and void.”

*Jo Swinson*

Parliamentary Under Secretary of State for Employment Relations and Consumer Affairs  
9th February 2015 Department for Business, Innovation and Skills

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<sup>(a)</sup> 1972 c.68; section 2(2) was amended by section 27(1)(a) of the Legislative and Regulatory Reform Act 2006 (c. 51) and section 3(3) of, and Part 1 of the Schedule to, the European Union (Amendment) Act 2008 (c. 7).

<sup>(b)</sup> S.I. 2007/193.

<sup>(c)</sup> S.I. 2007/2974, to which there are amendments not relevant to these Regulations.

## EXPLANATORY NOTE

*(This note is not part of the Regulations)*

These Regulations amend the Companies (Cross-Border Mergers) Regulations 2007 (S.I. 2007/2974) to ensure that a cross-border merger may not be declared null and void once the merger has taken effect and implements Article 17 of Directive 2005/56/EC.

An Impact Assessment in respect of these Regulations has not been produced as there is no impact on the costs of business.

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