



Corporation Tax Act 2009

2009 CHAPTER 4

PART 2

CHARGE TO CORPORATION TAX: BASIC PROVISIONS

CHAPTER 3

COMPANY RESIDENCE

13 Overview of Chapter

- (1) This Chapter contains rules for determining the residence of companies.
- (2) Section 14 gives the main rule for companies incorporated in the United Kingdom (including SEs and SCEs incorporated in the United Kingdom).
- (3) Section 15 deals with companies which have been UK resident under the rules of common law and provides for their continued residence when certain circumstances arise.
- (4) Sections 16 and 17 deal with SEs and SCEs which transfer their registered office to the United Kingdom.
- (5) Section 18 contains a special rule for companies treated as non-UK resident under double taxation arrangements.

14 Companies incorporated in the United Kingdom

- (1) A company which is incorporated in the United Kingdom is UK resident for the purposes of the Corporation Tax Acts.
- (2) Accordingly, even if a different place of residence is given by a rule of law, the company is not resident in that place for the purposes of the Corporation Tax Acts.

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15 Continuation of residence established under common law

- (1) This section applies to a company which is neither—
 - (a) incorporated in the United Kingdom, nor
 - (b) resident in the United Kingdom by virtue of section 16 or 17.
- (2) If the company—
 - (a) is no longer carrying on a business, and
 - (b) was UK resident for the purposes of the Corporation Tax Acts immediately before it ceased to carry on business,the company continues to be UK resident for the purposes of the Corporation Tax Acts.
- (3) If the company—
 - (a) is being wound up outside the United Kingdom, and
 - (b) was UK resident for the purposes of the Corporation Tax Acts immediately before any of its activities came under the control of a foreign liquidator,the company continues to be UK resident for the purposes of the Corporation Tax Acts.
- (4) In subsection (3) “foreign liquidator” means a person exercising functions which, in the United Kingdom, would be exercisable by a liquidator.

16 SEs which transfer registered office to the United Kingdom

- (1) This section applies to an SE which transfers its registered office to the United Kingdom in accordance with Article 8 of Council Regulation (EC) No 2157/2001 on the Statute for a European company (Societas Europaea).
- (2) The SE is UK resident for the purposes of the Corporation Tax Acts from the time of its registration in the United Kingdom.
- (3) Accordingly, even if a different place of residence is given by a rule of law, the SE is not resident in that place for the purposes of the Corporation Tax Acts.
- (4) The SE does not cease to be UK resident merely because it later transfers its registered office from the United Kingdom.

17 SCEs which transfer registered office to the United Kingdom

- (1) This section applies to an SCE which transfers its registered office to the United Kingdom in accordance with Article 7 of Council Regulation (EC) No 1435/2003 on the Statute for a European Cooperative Society (SCE).
- (2) The SCE is UK resident for the purposes of the Corporation Tax Acts from the time of its registration in the United Kingdom.
- (3) Accordingly, even if a different place of residence is given by a rule of law, the SCE is not resident in that place for the purposes of the Corporation Tax Acts.
- (4) The SCE does not cease to be UK resident merely because it later transfers its registered office from the United Kingdom.

18 Companies treated as non-UK resident under double taxation arrangements

- (1) This section applies to a company which is treated as—

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- (a) resident in a territory outside the United Kingdom, and
 - (b) non-UK resident,for the purposes of any double taxation arrangements.
- (2) For the purposes of the Corporation Tax Acts the company is—
 - (a) resident outside the United Kingdom, and
 - (b) non-UK resident.
- (3) Subsection (2) applies even if the company would otherwise be UK resident for the purposes of the Corporation Tax Acts by virtue of section 14, 15, 16 or 17 or another rule of law.
- (4) To decide whether a company is treated as mentioned in subsection (1)(a) and (b) for the purposes of any double taxation arrangements, assume that—
 - (a) the company has made a claim for relief under the arrangements, and
 - (b) in consequence of the claim it falls to be decided whether the company is to be treated as mentioned in subsection (1)(a) and (b) for the purposes of the arrangements.