
STATUTORY INSTRUMENTS

2024 No. 234

The Limited Liability Partnerships (Application
of Company Law) Regulations 2024

Part 3

AMENDMENTS TO THE LIMITED LIABILITY PARTNERSHIP
(APPLICATION OF COMPANIES ACT 2006) REGULATIONS 2009

Chapter 9

BUSINESS NAMES

Business names

46. After regulation 79 (minor definitions) insert—

“Business names

79A. Sections 1198A, 1198B and 1199A of the 2006 Act apply to LLPs, modified to read as follows—

“Name that an LLP has been required to change

1198A.—(1) Where a relevant direction has been given to an LLP to change its name, or it has been ordered under section 73 to change its name, the LLP must not carry on business in the United Kingdom under the name that it was directed or ordered to change, except as mentioned in subsection (2).

(2) Subsection (1) does not prevent the use by an LLP of a name if—

- (a) the period for complying with the direction or order has not yet expired,
- (b) the LLP complied with the direction or order and has since become registered with the name again following approval given under section 57B, or
- (c) the direction was given, or the order was made, before regulation 47 of the Limited Liability Partnerships (Application of Company Law) Regulations 2024 (S.I. 2024/234) came into force.

(3) If an LLP uses a name in contravention of this section an offence is committed by—

- (a) the LLP, and
- (b) every designated member of the LLP who is in default.

(4) A person guilty of an offence under this section is liable on summary conviction to a fine not exceeding level 3 on the standard scale and, for continued

contravention, a daily default fine not exceeding one-tenth of level 3 on the standard scale.

(5) In this section—

“LLP” includes overseas LLP;

“relevant direction” means a direction under section 67, 75, 76, 76A or 76B, other than a direction under section 76B(1)(b) given on the basis that, at the time at which an LLP’s name was registered, the Secretary of State had proper grounds for forming the opinion mentioned in section 57A.

Name that another LLP has been required to change

1198B.—(1) Where a relevant direction has been given to an LLP to change its name, or it has been ordered under section 73 to change its name, another LLP must not carry on business in the United Kingdom under the name that the first LLP was directed or ordered to change if there is a person who has, or has had, a relevant relationship with both LLPs.

(2) Subsection (1) does not prevent the use by an LLP of a name if—

- (a) it is registered under the Limited Liability Partnerships Act 2000 by that name,
- (b) the period for complying with the direction or order has not yet expired, or
- (c) the direction was given, or the order was made, before regulation 47 of the Limited Liability Partnerships (Application of Company Law) Regulations 2024 (S.I. 2024/234) came into force.

(3) For the purposes of subsection (1) it is irrelevant whether the person has, or has had, a relevant relationship with both LLPs at the same time.

(4) For the purposes of this section a person has a “relevant relationship” with an LLP if the person is—

- (a) a person mentioned in section 2(1)(a) of the Limited Liability Partnerships Act 2000 in relation to the LLP, or
- (b) an officer of the LLP.

(5) If an LLP uses a name in contravention of this section an offence is committed by—

- (a) the LLP, and
- (b) every designated member of the LLP who is in default.

(6) A person guilty of an offence under this section is liable on summary conviction to a fine not exceeding level 3 on the standard scale and, for continued contravention, a daily default fine not exceeding one-tenth of level 3 on the standard scale.

(7) In this section—

“LLP” includes overseas LLP;

“relevant direction” means a direction under section 67, 75, 76A or 76B, other than a direction under section 76B(1)(b) given on the basis that, at the time at which an LLP’s name was registered, the Secretary of State had proper grounds for forming the opinion mentioned in section 57A.

Exceptions based on national security etc

1199A.—(1) The Secretary of State may, by written notice given to a person, provide that a prohibition imposed by section 1198A or section 1198B does not apply in relation to the carrying on of a business by that person under a name specified in the notice, if satisfied that to do so is necessary—

- (a) in the interests of national security, or
 - (b) for the purposes of preventing or detecting serious crime.
- (2) For the purposes of subsection (1)(b)—
- (a) “crime” means conduct which—
 - (i) constitutes a criminal offence, or
 - (ii) is, or corresponds to, any conduct which, if it all took place in any one part of the United Kingdom, would constitute a criminal offence, and
 - (b) crime is “serious” if—
 - (i) the offence which is or would be constituted by the conduct is an offence for which the maximum sentence (in any part of the United Kingdom) is imprisonment for 3 years or more, or
 - (ii) the conduct involves the use of violence, results in substantial financial gain or is conduct by a large number of persons in pursuit of a common purpose.”