



## **THE COMPANIES, ETC. (AMENDMENT) ACT 2003**

### **THE COMPANIES, ETC. (AMENDMENT) ACT 2003 (APPOINTED DAY) (NO. 3) ORDER 2004**

In exercise of the powers conferred on the Treasury by section 33(2) of the Companies, etc. (Amendment) Act 2003<sup>(a)</sup>, and of all other enabling powers, the following Order is hereby made :-

#### **1. Citation and interpretation**

- (1) This Order may be cited as the Companies, etc. (Amendment) Act 2003 (Appointed Day) (No. 3) Order 2004.
- (2) In this Order, "the Act" means the Companies, etc. (Amendment) Act 2003.

#### **2. Commencement of certain provisions of the Act**

The provisions of the Act specified in the Schedule shall come into operation on 1<sup>st</sup> November 2004.

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<sup>(a)</sup> 2003 c.16

Article 2

## SCHEDULE

### PROVISIONS OF THE ACT COMING INTO OPERATION ON 1<sup>ST</sup> NOVEMBER 2004

#### *Substitution and insertion of sections in the Companies Act 1931*

section 1  
section 5  
section 11

#### *Substitution and insertion of sections in the Limited Liability Companies Act 1996*

section 17  
section 18, in respect of the new sections 11A and 11B to be inserted in the Limited Liability Companies Act 1996

#### *Substitution and insertion of sections in the Registration of Business Names Act 1918*

section 23  
section 24

#### *Substitution and insertion of sections in the Partnership Act 1909*

section 25  
section 26

#### *Supplemental provisions*

section 32(1) in respect of those items in Schedule 1 to the Act specified below;  
section 32(2) in respect of those items in Schedule 2 to the Act specified below.

#### *Schedule 1 to the Act*

The provisions in Schedule 1 that amend the enactments specified below to the extent noted -

Partnership Act 1909: paragraphs 1 to 3;  
The Registration of Business Names Act 1918: paragraphs 1 to 4, 7, 9, 10, 12 and 13;  
Companies Act 1931: paragraphs 7, 10 relating to section 109(1) only, 24, and 25;  
Companies Act 1974: paragraph 2;  
Limited Liability Companies Act 1996: paragraphs 1, 2, 3 and 5 in respect of section 4A(1) and (3) only.

#### *Schedule 2 to the Act*

The provisions in Schedule 2 to the Act that repeal the enactments specified below to the extent noted –

The Registration of Business Names Act 1918;  
Companies Act 1931: the entries relating to section 314(2), 319A(1) and 319A(5);  
Registration of Business Names Act 1954;  
Companies Act 1968: the entry relating to section 4;  
Companies Act 1974: the entry relating to section 8;  
Limited Liability Companies Act 1996: the entry relating to section 52(3)(a) only;  
Companies (Transfer of Functions) Act 2000: the entries in Schedule 1 relating to: entries 12, 17, 32, 42, 43 and 44, and in Schedule 2, entries 4, 5, 31, 38 and 40.

Made: 15<sup>th</sup> September 2004

Signed: *A.J Earnshaw*

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**by authority of the  
Minister for the Treasury**

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**EXPLANATORY NOTE**  
(This Note is not part of the Order)

(1) This Order brings into force on 1<sup>st</sup> November 2004 the provisions that amend –

(a) the Partnership Act 1909, the Registration of Business Names Act 1918, Companies Act 1931 and Limited Liability Companies Act 1996, in respect of the Companies Registry division of the Financial Supervision Commission’s power to refuse to register a limited partnership, company or a limited liability company by a name, or to register a business name, or to change any such name to one that, in the Commission’s opinion, is undesirable; and gives power to the Commission to issue guidance on words that it considers to be undesirable and to attach conditions to the use of a name;

(b) the Companies Act 1931 and Limited Liability Companies Act 1996, to allow the voluntary registration of any change to the particulars of a previously registered charge;

(c) the Companies Act 1931, to provide a power for the Treasury to make regulations to prescribe activities that would be deemed to require an overseas company to register under Part XI of the Act;

(d) the Limited Liability Companies Act 1996, to clarify the Company Registry’s power to strike defunct limited liability companies (“LLCs”) off the register and to provide a procedure for a solvent LLC to apply for dissolution and for a dissolved LLC to apply for restoration to the register;

(e) the Registration of Business Names Act 1918, to extend the application of the Act to any person, including an LLC and an overseas company registered under Part XI of the Companies Act 1931;

(f) the Partnership Act 1909, to allow the Companies Registry to strike a defunct limited partnership off the register and to bring the obligation on a limited partnership to file certain particulars relating to the partnership, and changes to those particulars, into line with each other; and

(g) the Registration of Business Names Act 1918 and Limited Liability Companies Act 1996, to standardise the period allowed for filing documents with the Companies Registry to one month.

(2) This Order also brings into force on 1<sup>st</sup> November 2004 the repeals of enactments related to the amendments in paragraph (1) above.