

SCHEDULES

SCHEDULE 1

PROVISIONS AS TO TRANSFERS OF PROPERTY, RIGHTS AND LIABILITIES

Construction of agreements, licences, statutory provisions and documents

- 8 (1) This paragraph applies where in the case of any transfer to which this Schedule applies any rights or liabilities transferred are rights or liabilities under an agreement or licence to which the transferor was a party immediately before the transfer date, whether in writing or not, and whether or not of such nature that rights and liabilities thereunder could be assigned by the transferor.
- (2) So far as relating to property, rights or liabilities transferred to the transferee, the agreement or licence shall have effect on and after the transfer date as if—
- (a) the transferee had been the party thereto ; ,
 - (b) for any reference (whether express or implied and, if express, however worded) to the transferor there were substituted, as respects anything falling to be done on or after the transfer date, a reference to the transferee ;
 - (c) any reference (whether express or implied and, if express, however worded) to a person employed by, or engaged in the business of, the transferor and holding a specified office or serving in a specified capacity were, as respects anything falling to be done on or after the transfer date, a reference to such person as the transferee may appoint or, in default of appointment, to a person employed by, or engaged in the business of, the transferee who corresponds as nearly as may be to the first-mentioned person ;
 - (d) any reference in general terms (however worded) to persons employed by, persons engaged in the business of, or agents of, the transferor were, as respects anything to be done on or after the transfer date, a reference to persons employed by, persons engaged in the business of, or agents of, the transferee.
- 9 Except as otherwise provided in any provision of this Act (whether expressly or by necessary implication) paragraph 8 above shall, so far as applicable, apply in relation to any statutory provision, any provision of an agreement or licence to which the transferor was not a party and any provision of a document other than an agreement or licence, if and so far as the provision in question relates to any of the transferred rights and liabilities, as it applies in relation to an agreement or licence to which the transferor was a party, and, in relation to any such statutory or other provision as aforesaid, references in sub-paragraph (2)(b), (c) and (d) of that paragraph to the transferor and to any persons employed by, persons engaged in the business of, or agents of, the transferor include references made by means of a general reference to a class of persons of which the transferor is one, without the transferor itself being specifically referred to.
- 10 Without prejudice to the generality of the provisions of paragraphs 8 and 9 above, the transferee under a transfer to which this Schedule applies and any other

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person shall, as from the transfer date, have the same rights, powers and remedies (and in particular the same rights and powers as to the taking or resisting of legal proceedings or the making or resisting of applications to any authority) for ascertaining, perfecting or enforcing any right or liability vested in the transferee by virtue of the scheme as he would have had if that right or liability had at all times been a right or liability of the transferee, and any legal proceedings or applications to any authority pending on the transfer date by or against the transferor in so far as they relate to any property, right or liability vested in the transferee by virtue of the scheme, or to any agreement or enactment relating to any such property, right or liability, shall be continued by or against the transferee to the exclusion of the transferor.

- 11 The provisions of paragraphs 8 to 10 above shall have effect for the interpretation of agreements, licences, statutory provisions and other instruments subject to the context, and shall not apply where the context otherwise requires.