



Building Societies Act 1986

1986 CHAPTER 53

PART X

DISSOLUTION, WINDING UP, MERGERS AND TRANSFER OF BUSINESS

Mergers

93 Amalgamations

- (1) Any two or more building societies desiring to amalgamate may do so by establishing a building society as their successor in accordance with this section and Schedule 16 to this Act.
- (2) In order to establish a building society as their successor the societies desiring to amalgamate must—
 - (a) agree upon the purpose or principal purpose of their successor and upon the extent of its powers in a memorandum which complies with the requirements of Schedule 2 to this Act;
 - (b) agree upon the rules for the regulation of their successor which comply with the requirements of that Schedule;
 - (c) each approve the terms of the amalgamation by two resolutions, of which—
 - (i) one is passed as a special resolution which also approves the memorandum and the rules of their successor, and
 - (ii) the other is passed as a borrowing members' resolution, in accordance with the applicable provisions of that Schedule;
 - (d) make a joint application to the Commission for confirmation of the amalgamation and send to the central office four copies of the rules and of the memorandum, each copy signed by the secretary of each of the societies.
- (3) If the Commission confirms the amalgamation under section 95, the central office, if it is satisfied, as regards the proposed successor, of the matters relating to its rules, its purpose and powers and its name as to which it must, under paragraph 1 of Schedule 2 to this Act, be satisfied before it registers a society, shall—

Status: This is the original version (as it was originally enacted).

- (a) register the successor society,
 - (b) issue to it a certificate of incorporation, specifying a date (" the specified date ") as from which the incorporation takes effect,
 - (c) retain and register one copy of the memorandum and of the rules,
 - (d) return another copy to the secretary of the successor, together with a certificate of registration, and
 - (e) keep another copy, together with a copy of the certificate of incorporation and of the certificate of registration of the memorandum and the rules, in the public file of the successor society.
- (4) On the specified date all the property, rights and liabilities of each of the societies whose amalgamation was confirmed by the Commission (whether or not capable of being transferred or assigned) shall by virtue of this subsection be transferred to and vested in the society so incorporated as their successor.
- (5) On the specified date, each of the societies to which the successor succeeds shall be dissolved by virtue of this subsection; but the transfer effected by subsection (4) above shall be deemed to have been effected immediately before the dissolution.
- (6) If, on the specified date, the societies whose amalgamation was confirmed by the Commission are all authorised, their successor shall be treated as authorised for the purposes of this Act, whether or not the requirements of section 9(4) would be fulfilled in its case, as from that date.
- (7) The central office shall record in the public file of the successor the fact that, by virtue of subsection (6) above, the society is to be treated as authorised for the purposes of this Act.