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STATUTORY INSTRUMENTS

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**1998 No. 212**

**BUILDING SOCIETIES**

**The Building Societies (Transfer of Business) Regulations 1998**

*Made* - - - - *4th February 1998*  
*Laid before Parliament* *6th February 1998*  
*Coming into force* *2nd March 1998*

**THE BUILDING SOCIETIES (TRANSFER  
OF BUSINESS) REGULATIONS 1998**

1. Citation and commencement
2. Interpretation
3. Transfer Statements
4. Transfer Summaries
5. Transfer Notification Statements
6. Construction of agreements and deeds
7. Construction of other documents
8. Rights, powers and remedies
9. Legal proceedings
10. Revocation
- Signature

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**SCHEDULE 1 — PRESCRIBED MATTERS FOR TRANSFER STATEMENTS**  
**Part I — MATTERS OF WHICH PARTICULARS ARE TO BE INCLUDED**  
**IN THE CASE OF ANY TRANSFER**

1. A factual statement of the options for the future conduct...
2. The consequences of the transfer— (a) for shareholding members of...
3. The name, head office address and principal objects of the...
4. The audited financial position of the society and its connected...
5. The main features of the financial record of the society...
6. The changes proposed, in consequence of the transfer, in the...
7. The successor company's authorised and issued share capital and the...
8. The changes following the transfer in the factors relevant to...
9. The future financial prospects of the successor company and of...
10. The interest of the directors and other officers of the...
11. The compensation or other consideration (if any) proposed to be...

**Changes to legislation:** There are outstanding changes not yet made by the legislation.gov.uk editorial team to The Building Societies (Transfer of Business) Regulations 1998. Any changes that have already been made by the team appear in the content and are referenced with annotations. (See end of Document for details) View outstanding changes

12. The manner in which the salary, fees, borrowing rights and...
13. The distribution of funds (if any) proposed to be made...
14. Any benefits (whether in the form of a distribution of...
15. The amount of the society's reserves ascertained as at the...
16. The amount of the statutory cash bonus and the conditions...
17. The opinion of the society's auditor, or of some other...
18. Whether the person referred to in the foregoing paragraph has...
19. If any report or opinion (other than the opinion referred...
20. Any rights to be conferred on members, officers or employees...
21. Any change in the terms on which the investments of...
22. The extent to which any statutory protection scheme that will...
23. (a) The extent to which any scheme for handling complaints...
24. Any terms of the transfer agreement providing for its termination...
25. The amount of the total costs and expenses of the...
26. Any adverse effect which the transfer may have, whether by...
27. The acceptance of responsibility by each of the directors of...
28. Where a transfer summary is sent to members the arrangements...
  - Part II — MATTERS OF WHICH PARTICULARS ARE TO BE INCLUDED  
IN THE CASE OF A TRANSFER TO AN EXISTING COMPANY
  1. The range and relative importance of the activities of the...
  2. The structure and activities of any group to which the...
  3. The audited consolidated financial position of the successor company and...
  4. The main features of the financial record of the successor...
  5. The following information for the society and its connected undertakings...
  6. The following information for (i) the successor company, and (ii)...
  7. Any person who is known to the successor company to...
  8. The directors of the successor company, their interests in the...
  9. The auditors of the successor company.
  10. The reasons why the directors of the society and of...
  11. The assessment of the board of the society of—
  12. If any report valuation or opinion is used as the...
    - Part III — MATTERS OF WHICH PARTICULARS ARE TO BE INCLUDED  
IN THE CASE OF A TRANSFER TO A SPECIALLY FORMED  
COMPANY
    1. The intended range and relative importance of the successor company's...
    2. The directors of the successor company following the transfer, their...
    3. The auditors of the successor company.
    4. The reasons why the directors of the society and of...
    5. The protective provisions for specially formed companies contained in  
section...
      - Part IV — MATTERS OF WHICH PARTICULARS ARE TO BE INCLUDED  
IN A CASE WHERE SHARES OR RIGHTS IN RELATION TO  
SHARES ARE TO BE OFFERED IN CONNECTION WITH A  
TRANSFER
      1. The nature and amount of the shares and the nature...
      2. The time at which the offer will be made.
      3. The descriptions of persons to whom and the manner in...
      4. The principal rights that will be attached to any shares...
      5. The market value of, and dividends paid or to be...

#### SCHEDULE 2 — SPECIFIED INFORMATION FOR TRANSFER SUMMARIES

1. In the case of any proposed transfer of business information...
2. Where the society proposes to transfer its business to an...

3. Where the society proposes to transfer its business to a...
4. Where shares or rights in relation to shares are to...

### SCHEDULE 3 — **PRESCRIBED MATTERS FOR TRANSFER NOTIFICATION STATEMENTS**

1. The fact that the board of directors of the society...
2. The procedure for the Building Societies Commission to confirm the...
3. The name, head office address and principal objects of the...
4. The reasons why the directors of the society and of...
5. The range and relative importance of the activities of the...
6. The structure and activities of any group to which the...
7. The directors of the successor company, their interests in the...
8. The auditors of the successor company.
9. The proposed vesting date.
10. Either: (a) a summary of the most recently published and...
11. Either: (a) a summary of the most recently published and...
12. A description of the rights of members of the society...
13. Any benefits (if any and whether in the form of...
14. Any benefits (whether in the form of a distribution of...
15. The amount of the statutory cash bonus and the conditions...
16. Any changes in the terms on which the investments of...
17. Any changes in the terms on which loans by the...
18. The extent to which any statutory protection scheme that will...
19. (a) The extent to which any scheme for handling complaints...
20. The interest of the directors and other officers of the...
21. The compensation or other consideration (if any) proposed to be...
22. The manner in which the salary, fees, borrowing rights and...
23. Any benefits (whether in the form of a distribution of...
24. Any terms of the transfer agreement providing for its termination...
25. The acceptance of responsibility by each of the directors of...

Explanatory Note

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**Changes and effects yet to be applied to :**

- Sch. 1 Pt. 1 para. 28 word substituted by [S.I. 2001/3649 art. 213\(3\)](#)
- Sch. 1 Pt. 2 para. 7 words substituted by [S.I. 2011/1265 art. 8\(3\)](#)
- Sch. 1 Pt. 1 para. 28 words substituted by [S.I. 2013/496 Sch. 10 para. 4\(3\)](#)
- Sch. 3 word substituted by [S.I. 2001/3649 art. 213\(3\)](#)
- Sch. 3 para. 1 words substituted by [S.I. 2013/496 Sch. 10 para. 4\(5\)](#)
- Sch. 3 para. 2 words substituted by [S.I. 2013/496 Sch. 10 para. 4\(5\)](#)
- Regulations applied in part (with modifications) by [S.I. 2009/509 art. 14-17](#)
- reg. 2 word substituted by [S.I. 2001/3649 art. 213\(3\)](#)
- reg. 2 words substituted by [S.I. 2011/1265 art. 8\(2\)](#)
- reg. 2 words substituted by [S.I. 2013/496 Sch. 10 para. 4\(2\)\(a\)](#)
- reg. 2 words substituted by [S.I. 2013/496 Sch. 10 para. 4\(2\)\(b\)](#)

**Changes and effects yet to be applied to the whole Instrument associated Parts and Chapters:**

Whole provisions yet to be inserted into this Instrument (including any effects on those provisions):

- Sch. 1 Pt. 2 para. 10(1) Sch. 1 Pt. 2 para. 10 renumbered as Sch. 1 Pt. 2 para. 10(1) by [S.I. 2001/3649 art. 564\(1\)\(a\)](#)
- Sch. 1 Pt. 3 para. 4(1) Sch. 1 Pt. 3 para. 4 renumbered as Sch. 1 Pt. 3 para. 4(1) by [S.I. 2001/3649 art. 564\(2\)\(a\)](#)
- Sch. 1 Pt. 2 para. 10(2) inserted by [S.I. 2001/3649 art. 564\(1\)\(c\)](#)
- Sch. 1 Pt. 3 para. 4(2) inserted by [S.I. 2001/3649 art. 564\(2\)\(c\)](#)
- Sch. 1 Pt. 2 para. 10(2)(b) omitted by [S.I. 2018/1187 reg. 9\(b\)](#)
- Sch. 1 Pt. 2 para. 10(2)(a) word omitted by [S.I. 2018/1187 reg. 9\(a\)](#)
- Sch. 1 Pt. 2 para. 10(1) words substituted by [S.I. 2001/3649 art. 564\(1\)\(b\)](#)
- Sch. 1 Pt. 3 para. 4(1) words substituted by [S.I. 2001/3649 art. 564\(2\)\(b\)](#)
- Sch. 1 Pt. 2 para. 10(2) words substituted by [S.I. 2013/496 Sch. 10 para. 4\(4\)\(a\)](#)
- Sch. 1 Pt. 2 para. 10(2) words substituted by [S.I. 2013/496 Sch. 10 para. 4\(4\)\(b\)](#)
- Sch. 3 para. 4(1) Sch. 3 para. 4 renumbered as Sch. 3 para. 4(1) by [S.I. 2001/3649 art. 564\(3\)\(a\)](#)
- Sch. 3 para. 4(2) inserted by [S.I. 2001/3649 art. 564\(3\)\(c\)](#)
- Sch. 3 para. 4(1) words substituted by [S.I. 2001/3649 art. 564\(3\)\(b\)](#)