

**SECOND SUPPLEMENT TO THE GIBRALTAR  
GAZETTE  
No. 3925 of 26 April, 2012**

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LEGAL NOTICE NO. 61 OF 2012.

**COMPANIES ACT**

**COMPANIES (CROSS-BORDER MERGERS) (AMENDMENT NO. 2)  
REGULATIONS 2012**

In exercise of the powers conferred on him by section 385 of the Companies Act, and in order to partly transpose into the law of Gibraltar Directive 2008/104/EC of the European Parliament and of the Council of 19 November 2008 on temporary agency work, the Minister has made the following Regulations—

**Title and commencement.**

1. These Regulations may be cited as the Companies (Cross-Border Mergers) (Amendment No. 2) Regulations 2012 and come into operation on the day of publication.

**Amendments to the Companies (Cross-Border Mergers) Regulations 2010.**

2. The Companies (Cross-Border Mergers) Regulations 2010 (the Principal Regulations) are amended in accordance with regulations 3 to 9.

**Amendments to regulation 3.**

3. Regulation 3 of the Principal Regulations is amended—

- (a) after the definition of “the Act” by inserting the following definitions—

““agency worker” has the same meaning as in regulation 3 of the Agency Workers Regulations 2012;

“assignment” has the same meaning as in regulation 2 of the Agency Workers Regulations 2012;”;

- (b) after the definition of “the Gibraltar register” by inserting the following definition–

““hirer” has the same meaning as in regulation 2 of the Agency Workers Regulations 2012;” and

- (c) after the definition of “standard rules of employee participation” by inserting the following definitions–

““suitable information relating to the use of agency workers” means–

- (a) the number of agency workers working temporarily for and under the supervision and direction of a merging company or the transferee company (as the case may be);
- (b) the parts of the undertaking in which those agency workers are working; and
- (c) the type of work those agency workers are carrying out;

“temporary work agency” has the same meaning as in regulation 4 of the Agency Workers Regulations 2012.”.

**Amendment to regulation 8.**

4. Regulation 8 of the Principal Regulations is amended by inserting the following subregulation after subregulation (2)–

“(2A) Where information to be provided under subregulation (2)(a) relates to the employment situation, it must include suitable information relating to the use of agency workers.”.

**Amendment to regulation 22.**

5. Regulation 22 of the Principal Regulations is amended by inserting the following subregulation after subregulation (1)–

“(1A) For the purposes of subregulation (1)(a), agency workers whose contract within regulation 3(1)(b) of the Agency Workers Regulations 2012 was not a contract of employment

with one or more temporary work agencies that were merging companies at the relevant time, are to be treated as having been employed by such a temporary work agency or agencies for the duration of their assignment with a hirer.”.

**Amendment to regulation 23.**

6. Regulation 23 of the Principal Regulations is amended by inserting the following subregulation after subregulation (3)–

“(4) Where under the provisions of this regulation a merging company is to provide information, such information must include suitable information relating to the use of agency workers (if any) in that company.”.

**Amendment to regulation 29.**

7. Regulation 29 of the Principal Regulations is amended by inserting the following subregulation after subregulation (2)–

“(2A) Where under the employee participation agreement the transferee company is to provide information on the employment situation in that company, such information must include suitable information relating to the use of agency workers (if any) in that company.”.

**Amendment to regulation 37.**

8. Regulation 37 of the Principal Regulations is amended by inserting the following subregulation after subregulation (2)–

“(2A) For the purposes of subregulation (2), agency workers whose contract within regulation 3(1)(b) of the Agency Workers Regulations 2012 was not a contract of employment with one or more temporary work agencies that were merging companies at the relevant time, are to be treated as having been employed by such a temporary work agency or agencies for the duration of their assignment with a hirer.”.

**Amendment to regulation 38.**

9. Regulation 38 of the Principal Regulations is amended by inserting the following subregulation after subregulation (4)–

“(5) Where under the standard rules of employee participation the transferee company is to provide information on the employment situation in that company, such information must include suitable information relating to the use of agency workers (if any) in that company. ”.

Dated 26th April, 2012.

F R PICARDO,  
Minister with responsibility for finance.

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**EXPLANATORY MEMORANDUM**

These Regulations amend the Principal Regulations to make provision for agency workers as required by Directive 2008/104/EC of the European Parliament and of the Council of 19 November 2008 on temporary agency work.

