

1 Non-residents: cell companies

- (1) Part 4 of Schedule 1A to TCGA 1992 (anti-avoidance relating to assets deriving 75% of value from UK land) is amended as follows.
- (2) For the heading of the Part substitute “Cell companies and anti-avoidance”.
- (3) Before paragraph 11 insert—

“Cell companies

10A(1) In the application of this Schedule in relation to the disposal of an asset consisting of a right or an interest in a cell company, each cell of the company is to be treated as if it were an individual company.

- (2) For the purposes of this paragraph—

- (a) a company is a “cell company” if under the law under which the company is formed, under the company’s articles of association or other document regulating the company or under arrangements entered into by or in relation to the company —

- (i) some or all of the assets of the company are available primarily, or only, to meet particular liabilities of the company, and

- (ii) some or all of the members of the company, and some or all of its creditors, have rights primarily, or only, in relation to particular assets of the company;

- (b) “cell”, in relation a cell company, means an identifiable part of the company that carries on distinct business activities and to which particular assets and liabilities of the company are primarily or wholly attributable.

Anti-avoidance”.

- (4) The amendments made by this section have effect in relation to disposals made on or after 26 November 2025.