

Primary Authority Partnership

**Warwickshire County Council Trading Standards
&
National Federation of Property Professionals
&
The Property Ombudsman**

Primary Authority Advice

Advice requested:

1. What are the requirements for displaying a business name in an estate agency for:
 - a. sole traders,
 - b. partnerships (inc LLPs),
 - c. limited companies?
2. Does the display of the business name have to be visible from outside the premises?
3. What are the requirements for business names on:
 - a. headed paper,
 - b. websites,
 - c. property particulars?
4. Are there display requirements for communication media, e.g. email or mobile text message?

Legislation considered:

Companies Act 2006 ('CA')

Company, Limited Liability Partnership and Business (Names and Trading Disclosures) Regulations 2015 ('CLLP')

Electronic Commerce (EC Directive) Regulations 2002 ('ECR')

Consumer Protection from Unfair Trading Regulations 2008 (as amended) ('CPRs')

Limited Liability Partnerships (Application of Companies Act 2006) Regulations 2009 (as amended) ('LLPR')

Other Material considered:

<https://www.gov.uk/government/consultations/company-and-business-names-red-tape-challenge>

Incorporation and Names, online version updated 28th April 2017, accessed at:
<https://www.gov.uk/government/publications/incorporation-and-names/incorporation-and-names>

Assured Advice Issued:

For the purposes of this advice, 'partnership' means a partnership within the Partnership Act 1890, a limited partnership registered under the Limited Partnerships Act 1907, or a firm or entity of a similar character formed under the law of a country or territory outside the United Kingdom.

In relation to limited liability partnerships (LLPs), the provisions relating to limited companies should be applied (but see below re large LLPs). (CA, as amended by LLPR).

Reference to abbreviations such as LLP, Ltd, etc. also apply to their permitted equivalents in other languages, e.g. Welsh, Gaelic, etc.

1a) What are the requirements for displaying a business name in an estate agency that is a sole trader?

In the case of a sole trader trading under their own surname, with or without their forename or initials, there are no requirements (CA Sections 1200-1201).

In the case of a sole trader trading under a name other than their own name, i.e. a "business name", the following must be displayed on a notice in all business premises in such a way that it can easily be read by customers & suppliers etc:

- i. the trader's name, and
- ii. an address at which documents may be served.

Example:

The business trading as 'Mauve Bricks Estate Agents' is owned and operated by Mr John Smith, who can be contacted at 1 Any Street, Anytown, Anycounty, AB1 2CD

The address must be in the United Kingdom, unless the business does not have an address in the UK, in which case it should be an address at which documents can be physically delivered, and it is possible to obtain an acknowledgement of delivery.

1b) What are the requirements for displaying a business name in an estate agency that is a partnership?

In the case of partners trading under their own names, as above there are no requirements.

In the case of partners trading under a business name, the notice must be displayed as above, giving the name of each partner and an address for service of documents for each partner. (These do not have to be their home addresses, simply addresses at which documents may be served). (CA Sections 1200-1201).

Example:

The business trading as 'Mauve Bricks Estate Agents' is owned and operated by Mr John Smith, Mrs Jane Jones & Miss Claire Black, who can be contacted at 1 Any Street, Anytown, Anycounty, AB1 2CD

1c) What are the requirements for displaying a business name in an estate agency that is a limited company?

A limited company must display its registered name at:

- i. its registered office;
- ii. any place at which it keeps records required by companies legislation to keep available for inspection; and
- iii. any other place of business.

However this does not apply to premises used solely or mainly as living accommodation.

It also does not apply to any location at which business is carried on by a company where, in respect of that company, a liquidator, administrator or administrative receiver has been appointed, and that location is also their place of business.

The name should be displayed continuously, although at any premises which are shared by six or more companies, each company need only display its name for at least fifteen continuous seconds at least once every three minutes, or else be available for inspection on a register by any visitor to that office, place or location.

Any display should be visible with the naked eye. (CLLP).

Example:

Mauve Bricks Estate Agents Limited

2) Does the display of the business name have to be visible from outside the premises?

Not for a business name. The details must simply be displayed where they can be easily seen inside the premises.

Registered company names shall be so positioned that it may be easily seen by any visitor to that office, place or location (Reg 23(2)(a) CLLP).

3a) *What are the requirements for business names on headed paper?*

In relation to sole traders:

The trader's name and address for service of documents must also be given on all:

- i. business letters,
- ii. written orders for goods or services to be supplied to the business,
- iii. invoices and receipts issued in the course of the business, and
- iv. written demands for payment of debts arising in the course of the business. (CA).

In relation to partnerships:

The information must be given on all:

- i. business letters,
- ii. written orders for goods or services to be supplied to the business,
- iii. invoices and receipts issued in the course of the business, and
- iv. written demands for payment of debts arising in the course of the business.

However, there is an exemption for any partnership of more than twenty persons, provided:

- i. it maintains at its principal place of business a list of the all the partners,
- ii. no partner's name appears in the document in question, other than in the text or as a signatory, and
- iii. the document states in legible characters the address of the partnership's principal place of business and that the list of the partners' names is open to inspection there. (CA).

In relation to limited companies and LLPs:

Every company shall disclose its registered name on:

- i. its business letters, notices and other official publications;
- ii. its bills of exchange, promissory notes, endorsements and order forms;
- iii. cheques purporting to be signed by or on behalf of the company;

- iv. orders for money, goods or services purporting to be signed by or on behalf of the company;
- v. its bills of parcels, invoices and other demands for payment, receipts and letters of credit;
- vi. its applications for licences to carry on a trade or activity; and
- vii. all other forms of its business correspondence and documentation and websites.

The following further information must also be given on all business letters, order forms and websites:

- i. the part of the United Kingdom in which the company is registered;
- ii. its registered number;
- iii. the address of the registered office;
- iv. if the company is exempt from the obligation to use the word “limited”, the fact that it is a limited company;
- v. in the case of a community interest company which is not a public company, the fact that it is a limited company; and
- vi. in the case of an investment company within the meaning of section 833 of the Companies Act, the fact that it is such a company.

Where a letter gives the name of a company director (other than in the text or as a signatory), it must give the name of every director. (CLLP Reg 24).

The above requirements for limited companies apply also to LLPs, but LLPs with more than 20 partners may avail themselves of an exemption for large partnerships similar to that for non-limited partnerships above. (LLPR Reg 82).

A company must disclose the address of its registered office, any inspection place, and the type of company records which are kept there, to any person with whom it deals in the course of business who makes a written request for this information. The company must send its reply within five working days of sending the request. (CTDR).

3b) What are the requirements for business names on websites?

All types of business, whether sole trader, partnership, LLP or limited company, must give the following on websites:

- i. the business's name;
- ii. the geographic address at which it is established;
- iii. contact details, including an email address, so the business can be contacted rapidly and in a direct and effective manner;
- iv. where the business is registered in a trade or similar register available to the public, details of that register, together with any registration number or other means of identification;
- v. where the business is subject to an authorisation scheme, details of the relevant supervisory authority; and
- vi. the business's VAT number if it is registered for VAT. (ECR, CPRs).

Additionally, limited companies and LLPs are required to give the following on their websites:

- i. its registered name;
- ii. the part of the United Kingdom in which the company is registered;
- iii. its registered number;
- iv. the address of the registered office;
- v. if the company is exempt from the obligation to use the word "limited", the fact that it is a limited company;
- vi. in the case of a community interest company which is not a public company, the fact that it is a limited company; and
- vii. in the case of an investment company within the meaning of section 833 of the Companies Act, the fact that it is such a company. (CLLP, LLPR).

3c) What are the requirements for business names on property particulars?

There are no specific requirements relating to property particulars contained within a company's website, beyond those for the website as a whole, as given above.

In relation to property particulars listed on another business's website (e.g. RightMove, Zoopla, etc), it is suggested that only the requirements listed under the ECR above would apply, although they need not necessarily be repeated on every web page; they should simply be readily accessible on a page giving the agent's full details, for example.

In relation to written particulars on paper given to customers visiting the agent's premises, or sent to their homes or offices, it would appear that the only requirement is that a limited company must give its name. (CLLP Reg 24(1)(g)). This is assuming the particulars are not given in the form of a business letter, official notice, etc., in which case the requirements above would be triggered.

It is likely that a business would want to give its contact details anyway, in the interests of making it easier to do business.

4) Are there display requirements for communication media, e.g. email or mobile text message?

Every electronic communication (email, text, etc.) must make the following clear:

- i. that it is a commercial communication;
- ii. the business on whose behalf it was sent (including registered name in the case of a limited company or LLP);
- iii. that any promotional offer is just that, and any terms and conditions which must be met to qualify for it should be easily accessible, and presented clearly and unambiguously; and
- iv. details of any promotional competition or game, again ensuring that any conditions for participation are easily accessible and presented clearly and unambiguously.

Any unsolicited electronic communication must be clearly and unambiguously identifiable as such as soon as it is received. (ECR).

Date Advice is Effective from:

12 06 2017

Reference and renewal:

The reference for this advice is: WTS/NFOPP/TPOS/4

This advice will be reviewed annually; however it will remain valid until it is marked 'obsolete' on the Primary Authority Database. If any part of this document requires amendment following a review, a completely new version will be added to the database and the previous version shall be marked 'obsolete'.