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Changes to legislation: There are currently no known outstanding effects for the Companies Act 1989, SCHEDULE 19. (See end of Document for details)*

## SCHEDULES

### SCHEDULE 19 **U.K.**

Section 145.

#### MINOR AMENDMENTS OF THE COMPANIES ACT 1985

##### *Correction of cross-reference*

F11 .....

###### **Textual Amendments**

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

##### *Particulars to be given of directors and secretaries*

F12 .....

###### **Textual Amendments**

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

F13 .....

###### **Textual Amendments**

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

F14 .....

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**Textual Amendments**

**F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

**F15** .....

**Textual Amendments**

**F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

**F16** .....

**Textual Amendments**

**F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

**F17** .....

**Textual Amendments**

**F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Transactions with directors not requiring authorisation*

**F18** .....

**Textual Amendments**

**F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

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*Time limit for holding extraordinary general meeting convened on members' requisition*

F19 .....

**Textual Amendments**

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

*Removal of restriction on transfer of shares*

- 10 (1) In section 456(3) of the Companies Act 1985 (removal of restrictions by order of court), in paragraph (b) (order where shares to be sold)—
- (a) for “sold” substitute “ transferred for valuable consideration ”, and
  - (b) for “sale” substitute “ transfer ”.
- (2) In section 454(2) and (3) (which refer to section 456(3)(b)) for “sell” and “sale” substitute “ transfer ”.

*Protection of company's members against unfair prejudice*

PROSPECTIVE

F211 .....

**Textual Amendments**

- F2** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

*Requirements for registration by joint stock companies*

F212 .....

**Textual Amendments**

- F2** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

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*Delivery of documents by oversea companies*

PROSPECTIVE
F2 <sup>13</sup> .....

**Textual Amendments**

**F2** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\), s. 1300\(2\)](#), [Sch. 16](#); [S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Companies' registered numbers*

F2 <sup>14</sup> .....
<p><b>Textual Amendments</b></p> <p><b>F2</b> Sch. 19 paras. 11-16 repealed (1.10.2009) by <a href="#">Companies Act 2006 (c. 46), s. 1300(2)</a>, <a href="#">Sch. 16</a>; <a href="#">S.I. 2008/2860, art. 4, Sch. 1 Pt. 1</a> (with <a href="#">arts. 7, 8, Sch. 2</a>) (which transitional provisions in Sch. 2 are amended (1.10.2009) by <a href="#">S.I. 2009/2476</a>, arts. 1(3), 2(3)(4) and by <a href="#">S.I. 2009/1802</a>, arts. 1, 18, Sch.)</p>

*Exemptions from limit of 20 on members of partnership*

F2 <sup>15</sup> .....
<p><b>Textual Amendments</b></p> <p><b>F2</b> Sch. 19 paras. 11-16 repealed (1.10.2009) by <a href="#">Companies Act 2006 (c. 46), s. 1300(2)</a>, <a href="#">Sch. 16</a>; <a href="#">S.I. 2008/2860, art. 4, Sch. 1 Pt. 1</a> (with <a href="#">arts. 7, 8, Sch. 2</a>) (which transitional provisions in Sch. 2 are amended (1.10.2009) by <a href="#">S.I. 2009/2476</a>, arts. 1(3), 2(3)(4) and by <a href="#">S.I. 2009/1802</a>, arts. 1, 18, Sch.)</p>

F2 <sup>16</sup> .....
<p><b>Textual Amendments</b></p> <p><b>F2</b> Sch. 19 paras. 11-16 repealed (1.10.2009) by <a href="#">Companies Act 2006 (c. 46), s. 1300(2)</a>, <a href="#">Sch. 16</a>; <a href="#">S.I. 2008/2860, art. 4, Sch. 1 Pt. 1</a> (with <a href="#">arts. 7, 8, Sch. 2</a>) (which transitional provisions in Sch. 2 are amended (1.10.2009) by <a href="#">S.I. 2009/2476</a>, arts. 1(3), 2(3)(4) and by <a href="#">S.I. 2009/1802</a>, arts. 1, 18, Sch.)</p>

*Meaning of "officer who is in default"*

17 F3 .....

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**Textual Amendments**

- F3** Sch. 19 para. 17 repealed (1.10.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), **Sch. 16**; [S.I. 2007/2194](#), {art. 8}, Sch. 2 Pt. 1 (with art. 12, Sch. 3 (as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, Sch. 5 para. 2(3)-(7))) and subject to Sch. 1)

*Offences committed by partnerships and other unincorporated bodies*

18 <sup>F4</sup> .....

**Textual Amendments**

- F4** Sch. 19 para. 18 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), **Sch. 16**; [S.I. 2007/3495](#), **art. 8**, Sch. 2 Pt. 1 (with arts. 7, 12)

*Meaning of “office copy” in Scotland*

<sup>F5</sup>19 .....

**Textual Amendments**

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Index of defined expressions*

<sup>F5</sup>20 .....

**Textual Amendments**

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

*Fraudulent trading by unregistered companies*

<sup>F5</sup>21 .....

**Textual Amendments**

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

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