



Companies Act 2006

2006 CHAPTER 46

PART 13

RESOLUTIONS AND MEETINGS

CHAPTER 1

GENERAL PROVISIONS ABOUT RESOLUTIONS

[^{F1}285 Voting by proxy

- (1) On a vote on a resolution on a show of hands at a meeting, every proxy present who has been duly appointed by one or more members entitled to vote on the resolution has one vote. This is subject to subsection (2).
- (2) On a vote on a resolution on a show of hands at a meeting, a proxy has one vote for and one vote against the resolution if—
 - (a) the proxy has been duly appointed by more than one member entitled to vote on the resolution, and
 - (b) the proxy has been instructed by one or more of those members to vote for the resolution and by one or more other of those members to vote against it.
- (3) On a poll taken at a meeting of a company all or any of the voting rights of a member may be exercised by one or more duly appointed proxies.
- (4) Where a member appoints more than one proxy, subsection (3) does not authorise the exercise by the proxies taken together of more extensive voting rights than could be exercised by the member in person.
- (5) Subsections (1) and (2) have effect subject to any provision of the company's articles.]

Status: Point in time view as at 07/07/2011.

Changes to legislation: Companies Act 2006, Section 285 is up to date with all changes known to be in force on or before 06 September 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details)

Textual Amendments

- F1** Ss. 285, 285A substituted for s. 285 (3.8.2009) by [The Companies \(Shareholders' Rights\) Regulations 2009 \(S.I. 2009/1632\)](#), **reg. 3** (with application as stated in **reg. 1(2)**)

Status:

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