

SCHEDULE 2

Article 26

SHADOW DIRECTORSHIP

1. The following provisions of the Companies Act 1985⁽¹⁾
 - (a) section 317 of the (disclosure of interests in contracts);
 - (b) section 733 (offences by bodies corporate).
2. The following provisions of the Companies Act 2006⁽²⁾—
 - (a) section 84 (criminal consequences of failure to make required disclosure);
 - (b) section 162 (register of directors);
 - (c) section 165 (register of directors' residential addresses);
 - (d) section 167 (duty to notify registrar of changes);
 - (e) sections 170 to 177 (general duties of directors);
 - (f) sections 182 to 186 (declaration of interest in existing transaction) as applied to shadow directors by section 187;
 - (g) sections 188 and 189 (directors' service contracts);
 - (h) sections 190 to 196 (substantial property transactions);
 - (i) sections 197 to 214 (loans etc to directors);
 - (j) sections 215 to 222 (payments for loss of office) as applied to shadow directors by section 223(2);
 - (k) sections 227 to 230 (directors' service contracts);
 - (l) section 231 (contracts with sole members who are directors);
 - (m) sections 260 to 269 (derivative claims in England and Wales and Northern Ireland);
 - (n) sections 854 to 859 (annual return).
3. The following provisions of the Insolvency Act 1986⁽³⁾—
 - (a) section 214 (wrongful trading);
 - (b) section 249 (“connected” with a company).
4. The following provisions of the 2000 Act⁽⁴⁾—
 - (a) section 96A (disclosure of information requirements);
 - (b) section 96B (disclosure rules: persons responsible for compliance).

(1) 1985 c.6.

(2) 2006 c.46.

(3) 1986 c.45.

(4) Sections 96A and 96B were inserted by S.I. 2005/381.