



# Companies Act 1985

## 1985 CHAPTER 6

### PART IX

#### A COMPANY'S MANAGEMENT; DIRECTORS AND SECRETARIES; THEIR QUALIFICATIONS, DUTIES AND RESPONSIBILITIES

##### *Officers and registered office*

#### 282 Directors.

F1 .....

##### Textual Amendments

F1 S. 282 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, Sch. 2 Pt. 1 (with art. 12)

#### 283 Secretary.

F2 .....

##### Textual Amendments

F2 S. 283 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/3495, **art. 8(a)**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 5(2))

#### 284 Acts done by person in dual capacity.

F3 .....

*Status: Point in time view as at 25/02/2011.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Part IX. (See end of Document for details)*

**Textual Amendments**

**F3** S. 284 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/3495, **art. 8(a)**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 5(2))

**285 Validity of acts of directors.**

**F4** .....

**Textual Amendments**

**F4** S. 285 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, Sch. 2 Pt. 1 (with art. 12)

**286 Qualifications of company secretaries.**

**F5** .....

**Textual Amendments**

**F5** S. 286 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/3495, **art. 8(a)**, Sch. 2 Pt. 1 (with arts. 7, 12, Sch. 4 para. 5(2))

**287 Registered office.**

**F6** .....

**Textual Amendments**

**F6** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

**288 Register of directors and secretaries.**

**F7** .....

**Textual Amendments**

**F7** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

**288A** .....

**F8** .....

*Status: Point in time view as at 25/02/2011.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Part IX. (See end of Document for details)*

**Textual Amendments**

**F8** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

**289 Particulars of directors to be registered under s. 288.**

**F9** .....

**Textual Amendments**

**F9** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

**290 Particulars of secretaries to be registered under s. 288.**

**F10** .....

**Textual Amendments**

**F10** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

*Provisions governing appointment of directors*

**291 Share qualification of directors.**

**F11** .....

**Textual Amendments**

**F11** Ss. 287-291 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.))

**292 Appointment of directors to be voted on individually.**

**F12** .....

**Textual Amendments**

**F12** S. 292 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, Sch. 2 Pt. 1 (with art. 12)

**293 Age limit for directors.**

**F13** .....

*Status: Point in time view as at 25/02/2011.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Part IX. (See end of Document for details)*

**Textual Amendments**

**F13** S. 293 repealed (6.4.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300, **Sch. 16**; S.I. 2006/3428, **art. 4(2)(c)**, (subject to art. 5, Sch. 1 and with arts. 6, 8, Sch. 5 (as amended by S.I. 2007/3495, **art. 11**, Sch. 5))

**294 Duty of director to disclose his age.**

**F14** .....

**Textual Amendments**

**F14** S. 294 repealed (6.4.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300, **Sch. 16**; S.I. 2006/3428, **art. 4(2)(c)**, (subject to art. 5, Sch. 1 and with arts. 6, 8, Sch. 5 (as amended by S.I. 2007/3495, **art. 11**, Sch. 5))

*Disqualification*

**F15** **295–** .....  
**299**

**Textual Amendments**

**F15** Ss. 295–299 repealed by [Company Directors Disqualification Act 1986 \(c. 46, SIF 27\)](#), s. 23(2), **Sch. 4**

**F16** **300** .....

**Textual Amendments**

**F16** S. 300 repealed by [Insolvency Act 1985 \(c. 65, SIF 66\)](#), s. 235(3), **Sch. 10 Pt. II**, [Insolvency Act 1986 \(c. 45, SIF 66\)](#), s. 437, Sch. 11 para. 7

**F17** **301,** .....  
**302.**

**Textual Amendments**

**F17** Ss. 301, 302 repealed by [Company Directors Disqualification Act 1986 \(c. 46, SIF 27\)](#), s. 23(2), **Sch. 4**

*Removal of directors*

**303 Resolution to remove director.**

**F18** .....

*Status: Point in time view as at 25/02/2011.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Part IX. (See end of Document for details)*

**Textual Amendments**

**F18** S. 303 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, Sch. 2 Pt. 1 (with art. 12)

**304 Director's right to protest removal.**

**F19** .....

**Textual Amendments**

**F19** S. 304 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, Sch. 2 Pt. 1 (with art. 12)

*Other provisions about directors and officers*

**305 Directors' names on company correspondence, etc.**

**F20** .....

**Textual Amendments**

**F20** S. 305 repealed (1.10.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/3495, **art. 8(b)**, Sch. 3 Pt. 1 (with arts. 7, 12)

**306 Limited company may have directors with unlimited liability.**

**F21** .....

**Textual Amendments**

**F21** Ss. 306-308 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.)) and with saving for repeal of ss. 306, 307 (1.10.2009) by S.I. 2009/1941, **art. 9(a)**

**307 Special resolution making liability of directors unlimited.**

**F22** .....

**Textual Amendments**

**F22** Ss. 306-308 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, Sch. 1 (with arts. 5, 7, 8, Sch. 2 (as amended by S.I. 2009/1802, art. 18, Sch.)) and with saving for repeal of ss. 306, 307 (1.10.2009) by S.I. 2009/1941, **art. 9(a)**

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*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Part IX. (See end of Document for details)*

### 308 Assignment of office by directors.

F23  
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#### Textual Amendments

**F23** Ss. 306-308 repealed (1.10.2009) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2008/2860, **art. 4**, **Sch. 1** (with arts. 5, 7, 8, **Sch. 2** (as amended by S.I. 2009/1802, art. 18, **Sch.**)) and with saving for repeal of ss. 306, 307 (1.10.2009) by S.I. 2009/1941, **art. 9(a)**

### 309 Directors to have regard to interests of employees.

F24  
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#### Textual Amendments

**F24** S. 309 repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, **Sch. 2 Pt. 1** (with art. 12)

### 309A Provisions protecting directors from liability

F25  
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#### Textual Amendments

**F25** S. 309A repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, **Sch. 2 Pt. 1** (with art. 12)

### 309B Qualifying third party indemnity provisions

F26  
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#### Textual Amendments

**F26** S. 309B repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, **Sch. 2 Pt. 1** (with art. 12)

### 309C Disclosure of qualifying third party indemnity provisions

F27  
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#### Textual Amendments

**F27** S. 309C repealed (1.10.2007) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/2194, **art. 8**, **Sch. 2 Pt. 1** (with art. 12)

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### **310 Provisions protecting auditors from liability.**

F28  
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#### **Textual Amendments**

**F28** S. 310 repealed (6.4.2008) by Companies Act 2006 (c. 46), ss. 1295, 1300, **Sch. 16**; S.I. 2007/3495, **art. 8(a)**, Sch. 2 Pt. 1 (with arts. 7, 12)

**Status:**

Point in time view as at 25/02/2011.

**Changes to legislation:**

There are currently no known outstanding effects for the Companies Act 1985, Part IX.