



# Companies Act 1985

## 1985 CHAPTER 6

### PART I

#### FORMATION AND REGISTRATION OF COMPANIES; JURIDICAL STATUS AND MEMBERSHIP

#### CHAPTER II

#### COMPANY NAMES

#### **31 Provisions applying to company exempt under s. 30.**

- (1) A company which is exempt under section 30 and whose name does not include “limited” shall not alter its memorandum or articles of association so that it ceases to comply with the requirements of subsection (3) of that section.
- (2) If it appears to the Secretary of State that such a company—
  - (a) has carried on any business other than the promotion of any of the objects mentioned in that subsection, or
  - (b) has applied any of its profits or other income otherwise than in promoting such objects, or
  - (c) has paid a dividend to any of its members,he may, in writing, direct the company to change its name by resolution of the directors within such period as may be specified in the direction, so that its name ends with “limited”.

A resolution passed by the directors in compliance with a direction under this subsection is subject to section 380 of this Act (copy to be forwarded to the registrar of companies within 15 days).

- (3) A company which has received a direction under subsection (2) shall not thereafter be registered by a name which does not include “limited”, without the approval of the Secretary of State.

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*Status: Point in time view as at 13/09/1999. This version of this provision has been superseded.*

*Changes to legislation: Companies Act 1985, Section 31 is up to date with all changes known to be in force on or before 03 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)*

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- (4) References in this section to the word “limited” include (in an appropriate case) its Welsh equivalent (“cyfyngedig”), and the appropriate alternative (“ltd.” or “cyf.”, as the case may be).
- (5) A company which contravenes subsection (1), and any officer of it who is in default, is liable to a fine and, for continued contravention, to a daily default fine.
- (6) A company which fails to comply with a direction by the Secretary of State under subsection (2), and any officer of the company who is in default, is liable to a fine and, for continued contravention, to a daily default fine.

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**Modifications etc. (not altering text)**

- C1** S. 31 amended by [Financial Services Act 1986 \(c. 60, SIF 69\)](#), s. 116, **Sch. 9 para. 2(3)**
- C2** S. 31(2) modified by [Financial Services Act 1986 \(c. 60, SIF 69\)](#), s. 116, **Sch. 9 para. 2(3)**

**Status:**

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