



# Companies Act 1985

## 1985 CHAPTER 6

### PART I

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

#### CHAPTER III

##### A COMPANY'S CAPACITY; FORMALITIES OF CARRYING ON BUSINESS

#### **42 Events affecting a company's status.**

- (1) A company is not entitled to rely against other persons on the happening of any of the following events—
- the making of a winding-up order in respect of the company, or the appointment of a liquidator in a voluntary winding up of the company, or
  - any alteration of the company's memorandum or articles, or
  - any change among the company's directors, or
  - (as regards service of any document on the company) any change in the situation of the company's registered office,

if the event had not been officially notified at the material time and is not shown by the company to have been known at that time to the person concerned, or if the material time fell on or before the 15th day after the date of official notification (or, where the 15th day was a non-business day, on or before the next day that was not) and it is shown that the person concerned was unavoidably prevented from knowing of the event at that time.

- (2) In subsection (1)—
- “official notification” and “officially notified” have the meanings given by section 711(2) (registrar of companies to give public notice of the issue or receipt by him of certain documents), and

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*Status: Point in time view as at 22/12/2000. This version of this provision has been superseded.*

*Changes to legislation: Companies Act 1985, Section 42 is up to date with all changes known to be in force on or before 30 August 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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- (b) “non-business day” means a Saturday or Sunday, Christmas Day, Good Friday and any other day which is a bank holiday in the part of Great Britain where the company is registered.

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

- C1** S. 42 applied with modifications by S.I. 1985/680, regs. 4–6, **Sch.**  
**C2** S. 42 applied (with modifications) by S.I. 2001/1090, reg. 4, **Sch. 2 Pt. I**

**Status:**

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