



# Companies Act 1985

## 1985 CHAPTER 6

### PART XXII

BODIES CORPORATE SUBJECT, OR BECOMING SUBJECT, TO THIS ACT (OTHERWISE THAN BY ORIGINAL FORMATION UNDER PART I)

### CHAPTER II

COMPANIES NOT FORMED UNDER COMPANIES LEGISLATION, BUT AUTHORISED TO REGISTER

#### **680 Companies capable of being registered under this Chapter.**

- (1) With the exceptions and subject to the provisions contained in this section and the next—
- (a) any company consisting of two or more members, which was in existence on 2nd November 1862, including any company registered under the Joint Stock Companies Acts, and
  - (b) any company formed after that date (whether before or after the commencement of this Act), in pursuance of any Act of Parliament (other than this Act), or of letters patent, or being otherwise duly constituted according to law, and consisting of two or more members,

may at any time, on making application in the prescribed form, register under this Act as an unlimited company, or as a company limited by shares, or as a company limited by guarantee; and the registration is not invalid by reason that it has taken place with a view to the company's being wound up.

[<sup>F1</sup>(1A) A company shall not be prevented from registering under this Act as a private company limited by shares or by guarantee solely because it has only one member.]

- (2) A company registered in any part of the United Kingdom under the <sup>M1</sup>Companies Act 1862 the <sup>M2</sup> Companies (Consolidation) Act 1908 the <sup>M3</sup>Companies Act 1929 or the <sup>M4</sup>Companies Act 1948 shall not register under this section.

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*Status: Point in time view as at 15/07/1992. This version of this provision has been superseded.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1985, Section 680. (See end of Document for details)*

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- (3) A company having the liability of its members limited by Act of Parliament or letters patent, and not being a joint stock company, shall not register under this section.
- (4) A company having the liability of its members limited by Act of Parliament or letters patent shall not register in pursuance of this section as an unlimited company or as a company limited by guarantee.
- (5) A company that is not a joint stock company shall not register under this section as a company limited by shares.

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**Textual Amendments**

**F1** [S. 680\(1A\)](#) inserted (15.7.1992) by [S.I. 1992/1699, reg. 2, Sch. para.7.](#)

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**Marginal Citations**

**M1** 1862 25 & 26 Vict. c. 89

**M2** 1908 8 Edw. 7 c. 69

**M3** [1929 c. 23.](#)

**M4** [1948 c. 38.](#)

**Status:**

Point in time view as at 15/07/1992. This version of this provision has been superseded.

**Changes to legislation:**

There are currently no known outstanding effects for the Companies Act 1985, Section 680.