



# Companies Act 1989

## 1989 CHAPTER 40

### PART X

#### MISCELLANEOUS AND GENERAL PROVISIONS

##### *Miscellaneous*

#### **208 Summary proceedings in Scotland for offences in connection with disqualification of directors.**

In section 21 of the <sup>M1</sup>Company Directors Disqualification Act 1986 (application of provisions of the <sup>M2</sup>Insolvency Act 1986), after subsection (3) add—

“(4) For the purposes of summary proceedings in Scotland, section 431 of that Act applies to summary proceedings for an offence under section 11 or 13 of this Act as it applies to summary proceedings for an offence under Parts I to VII of that Act.”.

#### **Marginal Citations**

**M1** 1986 c. 46.

**M2** 1986 c. 45.

**F1** 209 .....

#### **Textual Amendments**

**F1** S. 209 repealed (1.3.1994) by 1993 c. 36, s. 79(14), **Sch. 6 Pt.I**; S.I. 1994/242, **art. 2**, Sch.

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*Changes to legislation: There are currently no known outstanding effects for the Companies Act 1989, Part X. (See end of Document for details)*

## 211 Building societies: miscellaneous amendments.

- (1) In section 104 of the <sup>M5</sup>Building Societies Act 1986 (power to assimilate law relating to building societies and law relating to companies), in subsection (2) (relevant provisions of that Act), omit the word “and” before paragraph (d) and after that paragraph add—
- “; and
- (e) section 110 (provisions exempting officers and auditors from liability).”.
- (2) In Schedule 15 to the Building Societies Act 1986 (application of companies winding-up legislation)—
- (a) in paragraph 1(a) (provisions of <sup>M6</sup>Insolvency Act 1986 applied) for “and XII” substitute “, XII and XIII”;
- (b) in paragraph 3(2)(b) (adaptations: references to be omitted), omit “, a shadow director”.
- (3) In the <sup>M7</sup>Company Directors Disqualification Act 1986, after section 22 insert—

### “22A Application of Act to building societies.

- (1) This Act applies to building societies as it applies to companies.
- (2) References in this Act to a company, or to a director or an officer of a company include, respectively, references to a building society within the meaning of the Building Societies Act 1986 or to a director or officer, within the meaning of that Act, of a building society.
- (3) In relation to a building society the definition of “shadow director” in section 22(5) applies with the substitution of “building society” for “company”.
- (4) In the application of Schedule 1 to the directors of a building society, references to provisions of the Insolvency Act or the Companies Act include references to the corresponding provisions of the Building Societies Act 1986.”.

#### Commencement Information

**I1** S. 211 wholly in force; s. 211(2)(3) in force at 31.7.1990 see S.I. 1990/1392; s. 211(1) in force at 1.10.1991 see s. 215 and [S.I. 1991/1996, art. 2\(1\)\(b\)](#)

#### Marginal Citations

**M5** 1986 c. 53.  
**M6** 1986 c. 45.  
**M7** 1986 c. 46.

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## General

### [<sup>F2</sup>211A. “Bank of England”

In this Act references to the Bank of England do not include the Bank acting in its capacity as the Prudential Regulation Authority.]

#### Textual Amendments

- F2** S. 211A inserted (1.3.2017) by [The Bank of England and Financial Services \(Consequential Amendments\) Regulations 2017 \(S.I. 2017/80\)](#), reg. 1, **Sch. para. 3(a)**

### 212 Repeals. **U.K.**

The enactments mentioned in Schedule 24 are repealed to the extent specified there.

#### Extent Information

- E1** For information relating to the extent of this section see s. 213

#### Commencement Information

- I2** S. 212 partly in force: s. 212 partly in force at Royal Assent see s. 215(1)(2); s. 212 in force for certain purposes at 1.7.1991 by [S.I. 1991/488](#), **art. 2(4)**; s. 212 partly in force for certain purposes at 1.10.1991 and 1.11.1991 by [S.I. 1991/1996](#), **art. 2(1)(2)**; s. 212 in force for certain purposes at 3.7.1995 by [S.I. 1995/1352](#), **art. 3(c)(i)(ii)**

### 212 Repeals. **E+W+S**

The enactments mentioned in Schedule 24 are repealed to the extent specified there.

### 213 Provisions extending to Northern Ireland.

- (1) The provisions of this Act extend to Northern Ireland so far as they amend, or provide for the amendment of, an enactment which so extends.
- (2) So far as any provision of this Act amends the <sup>F3</sup>... the <sup>M8</sup>Insolvency Act 1986, its application to companies registered or incorporated in Northern Ireland is subject to <sup>F3</sup>... section 441(2) of the Insolvency Act 1986<sup>F3</sup>....
- (3) In Part III (investigations and powers to obtain information), sections 82 to 91, (powers exercisable to assist overseas regulatory authorities) extend to Northern Ireland.
- (4) Part VI (mergers and related matters) extends to Northern Ireland.
- (5) In Part VII (financial markets and insolvency) the following provisions extend to Northern Ireland—
  - (a) sections 154 and 155 (introductory provisions and definition of “market contract”),
  - <sup>F4</sup>(b) .....
  - (c) sections 157, 160, 162, and 166 to 169 (provisions relating to recognised investment exchanges [<sup>F5</sup>, recognised clearing houses and recognised CSDs]),

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- (d) [<sup>F6</sup>sections 170 and 172] (power to extend provisions to other financial markets),
- (e) section 184 (indemnity for certain acts), and
- (f) sections 185 to 191 (supplementary provisions).

<sup>F4</sup>(6) .....

(7) Part IX (transfer of securities) extends to Northern Ireland.

<sup>F7</sup> ...

(8) In Part X (miscellaneous and general provisions), [<sup>F8</sup>section 211A,] this section and sections 214 to 216 (general provisions) extend to Northern Ireland.

(9) Except as mentioned above, the provisions of this Act do not extend to Northern Ireland.

#### Textual Amendments

- F3** Words in s. 213(2) omitted (1.10.2009) by virtue of [The Companies Act 2006 \(Consequential Amendments, Transitional Provisions and Savings\) Order 2009 \(S.I. 2009/1941\)](#), art. 1(2), **Sch. 1 para. 103(3)** (with art. 10)
- F4** S. 213(5)(b)(6) repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(l)**
- F5** Words in s. 213(5)(c) substituted (28.11.2017) by [The Central Securities Depositories Regulations 2017 \(S.I. 2017/1064\)](#), reg. 1, **Sch. para. 5(3)** (with regs. 7(4), 9(1))
- F6** Words in s. 213(5)(d) substituted (1.4.2013) by [The Financial Services and Markets Act 2000 \(Over the Counter Derivatives, Central Counterparties and Trade Repositories\) Regulations 2013 \(S.I. 2013/504\)](#), regs. 1(2), **4(20)** (with regs. 52-58)
- F7** Words in s. 213(7) repealed (2.12.1999) by [1998 c. 47](#), s. 100(2), **Sch. 15** (with s. 95); [S.I. 1999/3209](#), art. 2, **Sch.**
- F8** Words in s. 213(8) inserted (1.3.2017) by [The Bank of England and Financial Services \(Consequential Amendments\) Regulations 2017 \(S.I. 2017/80\)](#), reg. 1, **Sch. para. 3(b)**

#### Marginal Citations

- M8** [1986 c. 45](#).

<sup>F9</sup>**214** .....

#### Textual Amendments

- F9** S. 214 repealed (1.12.2001) by [S.I. 2001/3649](#), **arts. 1, 75(m)**

## 215 Commencement and transitional provisions.

- (1) The following provisions of this Act come into force on Royal Assent—
  - (a) in Part V (amendments of company law), section 141 (application to declare dissolution of company void);
  - (b) in Part VI (mergers)—
    - (i) sections 147 to 150, and

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- (ii) paragraphs 2 to 12, 14 to 16, 18 to 20, 22 to 25 of Schedule 20, and section 153 so far as relating to those paragraphs;
  - (c) in Part VIII (amendments of the <sup>M9</sup>Financial Services Act 1986), section 202 (offers of short-dated debentures);
  - (d) in Part X (miscellaneous and general provisions), the repeals made by Schedule 24 in sections 71, 74, 88 and 89 of, and Schedule 9 to, the <sup>M10</sup>Fair Trading Act 1973, and section 212 so far as relating to those repeals.
- (2) The other provisions of this Act come into force on such day as the Secretary of State may appoint by order made by statutory instrument; and different days may be appointed for different provisions and different purposes.
- (3) An order bringing into force any provision may contain such transitional provisions and savings as appear to the Secretary of State to be necessary or expedient.
- (4) The Secretary of State may also by order under this section amend any enactment which refers to the commencement of a provision brought into force by the order so as to substitute a reference to the actual date on which it comes into force.

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**Subordinate Legislation Made**

- P1** Power of appointment conferred by s. 215(2) partly exercised: [S.I. 1990/98](#), 142, 354, 355, 713, 1392, 1707, 2569  
S. 215(2) power partly exercised: 1.1.2005 appointed for specified provisions by [{S.I. 2004/3322}](#), art. 2(1)
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**Marginal Citations**

- M9** [1986 c. 60.](#)  
**M10** [1973 c. 41.](#)

**216 Short title.**

This Act may be cited as the Companies Act 1989.

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