



# Companies Act 2006

## 2006 CHAPTER 46

### PART 5

#### A COMPANY'S NAME

### CHAPTER 6

#### TRADING DISCLOSURES

#### **82 Requirement to disclose company name etc**

- (1) The Secretary of State may by regulations make provision requiring companies—
  - (a) to display specified information in specified locations,
  - (b) to state specified information in specified descriptions of document or communication, and
  - (c) to provide specified information on request to those they deal with in the course of their business.
- (2) The regulations—
  - (a) must in every case require disclosure of the name of the company, and
  - (b) may make provision as to the manner in which any specified information is to be displayed, stated or provided.
- (3) The regulations may provide that, for the purposes of any requirement to disclose a company's name, any variation between a word or words required to be part of the name and a permitted abbreviation of that word or those words (or vice versa) shall be disregarded.
- (4) In this section “specified” means specified in the regulations.
- (5) Regulations under this section are subject to affirmative resolution procedure.

*Status: Point in time view as at 01/03/2016.*

*Changes to legislation: There are currently no known outstanding effects for the Companies Act 2006, Chapter 6. (See end of Document for details)*

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

- C1** Ss. 82-85 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009 \(S.I. 2009/2436\)](#), regs. 3-5, **Sch. 1 para. 4** (with transitional provisions and savings in regs. 7, 9, Sch. 2)
- C2** S. 82 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009 \(S.I. 2009/1804\)](#), regs. 2, **14** (as amended (31.1.2015) by [The Company, Limited Liability Partnership and Business \(Names and Trading Disclosures\) Regulations 2015 \(S.I. 2015/17\)](#), reg. 1(1), **Sch. 5 para. 5**)

#### Commencement Information

- I1** S. 82 wholly in force at 1.10.2008; s. 82 not in force at Royal Assent, see s. 1300; s. 82 in force for specified purposes at 20.1.2007 by [S.I. 2006/3428](#), **art. 3(3)** (subject to [art. 5](#), **Sch. 1** and with [arts. 6, 8](#), **Sch. 5**); s. 82 in force at 1.10.2008 by [S.I. 2007/3495](#), **art. 5(1)(b)** (with savings in [arts. 7, 12](#))

### 83 Civil consequences of failure to make required disclosure

- (1) This section applies to any legal proceedings brought by a company to which section 82 applies (requirement to disclose company name etc) to enforce a right arising out of a contract made in the course of a business in respect of which the company was, at the time the contract was made, in breach of regulations under that section.
- (2) The proceedings shall be dismissed if the defendant (in Scotland, the defender) to the proceedings shows—
- that he has a claim against the claimant (pursuer) arising out of the contract that he has been unable to pursue by reason of the latter's breach of the regulations, or
  - that he has suffered some financial loss in connection with the contract by reason of the claimant's (pursuer's) breach of the regulations,
- unless the court before which the proceedings are brought is satisfied that it is just and equitable to permit the proceedings to continue.
- (3) This section does not affect the right of any person to enforce such rights as he may have against another person in any proceedings brought by that person.

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

- C3** Ss. 82-85 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009 \(S.I. 2009/2436\)](#), regs. 3-5, **Sch. 1 para. 4** (with transitional provisions and savings in regs. 7, 9, Sch. 2)
- C4** S. 83 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009 \(S.I. 2009/1804\)](#), regs. 2, **14** (as amended (31.1.2015) by [The Company, Limited Liability Partnership and Business \(Names and Trading Disclosures\) Regulations 2015 \(S.I. 2015/17\)](#), reg. 1(1), **Sch. 5 para. 5**)

### 84 Criminal consequences of failure to make required disclosures

- (1) Regulations under section 82 may provide—

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- (a) that where a company fails, without reasonable excuse, to comply with any specified requirement of regulations under that section an offence is committed by—
    - (i) the company, and
    - (ii) every officer of the company who is in default;
  - (b) that a person guilty of such an offence is liable on summary conviction to a fine not exceeding level 3 on the standard scale and, for continued contravention, a daily default fine not exceeding one-tenth of level 3 on the standard scale.
- (2) The regulations may provide that, for the purposes of any provision made under subsection (1), a shadow director of the company is to be treated as an officer of the company.
- (3) In subsection (1)(a) “specified” means specified in the regulations.

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

- C5** S. 84 modified (22.2.2008) by The Northern Rock plc [Transfer Order 2008 \(S.I. 2008/432\)](#), art. 17(1), [Sch. para. 2\(a\)](#)
- C6** S. 84 modified (8.00 a.m. on 29.9.2008) by The Bradford & Bingley plc [Transfer of Securities and Property etc. Order 2008 \(S.I. 2008/2546\)](#), art. 13(1)(3), [Sch. 1 para. 2](#)
- C7** S. 84 modified (9.30 a.m. on 7.10.2008) by The Heritable Bank plc [Transfer of Certain Rights and Liabilities Order 2008 \(S.I. 2008/2644\)](#), art. 26, [Sch. 2 para. 2\(a\)](#)
- C8** S. 84 modified (retrospective to 30.3.2009 at 8.00 a.m.) by The Amendments to Law (Resolution of Dunfermline Building Society) Order 2009 (S.I. 2009/814), arts. 1(2), 7, [Sch. para. 2\(a\)](#)
- C9** Ss. 82-85 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009 \(S.I. 2009/2436\)](#), regs. 3-5, [Sch. 1 para. 4](#) (with transitional provisions and savings in regs. 7, 9, Sch. 2)
- C10** S. 84 modified (1.3.2016) by [The NRAM plc \(formerly Northern Rock plc\) Consequential and Supplementary Provisions Order 2016 \(S.I. 2016/114\)](#), arts. 1(1), 7(1), (3), [Sch. para. 1\(a\)](#)

#### **Commencement Information**

- I2** S. 84 wholly in force at 1.10.2008; s. 84 not in force at Royal Assent, see s. 1300; s. 84 in force for specified purposes at 20.1.2007 by [S.I. 2006/3428](#), [art. 3\(3\)](#) (subject to [art. 5](#), [Sch. 1](#) and with [arts. 6](#), [8](#), [Sch. 5](#)); s. 84 in force at 1.10.2008 by [S.I. 2007/3495](#), [art. 5\(1\)\(b\)](#) (with savings in [arts. 7](#), [12](#))

## **85 Minor variations in form of name to be left out of account**

- (1) For the purposes of this Chapter, in considering a company's name no account is to be taken of—
- (a) whether upper or lower case characters (or a combination of the two) are used,
  - (b) whether diacritical marks or punctuation are present or absent,
  - (c) whether the name is in the same format or style as is specified under section 57(1)(b) for the purposes of registration,
- provided there is no real likelihood of names differing only in those respects being taken to be different names.
- (2) This does not affect the operation of regulations under section 57(1)(a) permitting only specified characters, diacritical marks or punctuation.

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

- C11** Ss. 82-85 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009 \(S.I. 2009/2436\)](#), regs. 3-5, **Sch. 1 para. 4** (with transitional provisions and savings in regs. 7, 9, Sch. 2)
- C12** S. 85 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009 \(S.I. 2009/1804\)](#), regs. 2, **15** (as amended (31.1.2015) by [The Company, Limited Liability Partnership and Business \(Names and Trading Disclosures\) Regulations 2015 \(S.I. 2015/17\)](#), reg. 1(1), **Sch. 5 para. 6**)

**Commencement Information**

- I3** S. 85 wholly in force at 1.10.2008; s. 85 not in force at Royal Assent see s. 1300; s. 85 in force at 1.10.2008 by [S.I. 2007/3495](#), **art. 5(1)(b)** (with savings in arts. 7, 12 and subject to transitional adaptations in [Sch. 1 para. 23](#))

**Status:**

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**Changes to legislation:**

There are currently no known outstanding effects for the Companies Act 2006, Chapter 6.