



Companies Act 2006

2006 CHAPTER 46

PART 10

A COMPANY'S DIRECTORS

[^{F1}CHAPTER 4A

DIRECTORS OF QUOTED COMPANIES [^{F1}AND TRADED COMPANIES]: SPECIAL PROVISION

Restrictions relating to remuneration or loss of office payments

[^{F1}226B Remuneration payments

- (1) A quoted company [^{F2}or unquoted traded company] may not make a remuneration payment to a person who is, or is to be or has been, a director of the company unless—
 - (a) the payment is consistent with the approved directors' remuneration policy, or
 - [^{F3}(b) an amendment to that policy authorising the company to make the payment has been approved by resolution of the members of the company.]
- (2) The approved directors' remuneration policy is the most recent remuneration policy to have been approved by a resolution passed by the members of the company in general meeting.]

Textual Amendments

- F1** Pt. 10 Ch. 4A inserted (1.10.2013) by [Enterprise and Regulatory Reform Act 2013 \(c. 24\)](#), **ss. 80**, 103(3); S.I. 2013/2227, art. 2(h)
- F2** Words in s. 226B(1) inserted (10.6.2019) by [The Companies \(Directors Remuneration Policy and Directors Remuneration Report\) Regulations 2019 \(S.I. 2019/970\)](#), regs. 1, **7(a)** (with reg. 2)
- F3** S. 226B(1)(b) substituted (10.6.2019) by [The Companies \(Directors Remuneration Policy and Directors Remuneration Report\) Regulations 2019 \(S.I. 2019/970\)](#), regs. 1, **7(b)** (with reg. 2)

Status:

Point in time view as at 10/06/2019.

Changes to legislation:

Companies Act 2006, Section 226B is up to date with all changes known to be in force on or before 30 July 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.