



Companies Act 2006

2006 CHAPTER 46

PART 13

RESOLUTIONS AND MEETINGS

CHAPTER 3

RESOLUTIONS AT MEETINGS

Notice of meetings

311 Contents of notices of meetings

- (1) Notice of a general meeting of a company must state—
 - (a) the time and date of the meeting, and
 - (b) the place of the meeting.
- (2) Notice of a general meeting of a company must state the general nature of the business to be dealt with at the meeting.

[^{F1}In relation to a company other than a traded company, this subsection has effect subject to any provision of the company's articles.]

- [^{F2}(3) Notice of a general meeting of a traded company must also include—
- (a) a statement giving the address of the website on which the information required by section 311A (traded companies: publication of information in advance of general meeting) is published;
 - (b) a statement—
 - (i) that the right to vote at the meeting is determined by reference to the register of members [^{F3}[^{F4}(or, if an election under section 128B is in force in respect of the company, by reference to the register kept by the registrar under section 1080)]], and

Changes to legislation: There are currently no known outstanding effects for the Companies Act 2006, Section 311. (See end of Document for details)

- (ii) of the time when that right will be determined in accordance with section 360B(2) (traded companies: share dealings before general meetings);
- (c) a statement of the procedures with which members must comply in order to be able to attend and vote at the meeting (including the date by which they must comply);
- (d) a statement giving details of any forms to be used for the appointment of a proxy;
- (e) where the company offers the facility for members to vote in advance (see section 322A) or by electronic means (see section 360A), a statement of the procedure for doing so (including the date by which it must be done, and details of any forms to be used); and
- (f) a statement of the right of members to ask questions in accordance with section 319A (traded companies: questions at meetings).]

Textual Amendments

- F1** Words in s. 311(2) substituted (3.8.2009) by [The Companies \(Shareholders' Rights\) Regulations 2009 \(S.I. 2009/1632\)](#), **reg. 10(2)** (with application as stated in [reg. 1\(2\)](#))
- F2** S. 311(3) inserted (3.8.2009) by [The Companies \(Shareholders' Rights\) Regulations 2009 \(S.I. 2009/1632\)](#), **reg. 10(3)** (with application as stated in [reg. 1\(2\)](#))
- F3** Words in s. 311(3)(b)(i) omitted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by virtue of [Economic Crime and Corporate Transparency Act 2023 \(c. 56\)](#), s. 219(1)(2)(b), **Sch. 1 para. 6**
- F4** Words in s. 311(3)(b)(i) inserted (30.6.2016) by [Small Business, Enterprise and Employment Act 2015 \(c. 26\)](#), s. 164(1), **Sch. 5 para. 17**; S.I. 2016/321, [reg. 6\(c\)](#)

Commencement Information

- I1** S. 311 wholly in force at 1.10.2007; s. 311 not in force at Royal Assent see s. 1300; s. 311 in force at 1.10.2007 by [S.I. 2007/2194](#), **art. 2(1)(f)** (with saving in [art. 12](#) and subject to transitional adaptations specified in [Sch. 1](#) and with transitional provisions and savings in [Sch. 3](#))

Changes to legislation:

There are currently no known outstanding effects for the Companies Act 2006, Section 311.