

## SCHEDULE

Article 7

### Shadow directorship etc.

1. The following provisions of, and under, the 2006 Act<sup>(1)</sup>—
  - (a) section 84 (criminal consequences of failure to make required disclosures) and regulations made under that section;
  - (b) section 162 (register of directors)<sup>(2)</sup>;
  - (c) section 165 (register of directors' residential addresses)<sup>(3)</sup>;
  - (d) section 167 (duty to notify registrar of changes)<sup>(4)</sup>;
  - (e) sections 170 to 177 (general duties of directors)<sup>(5)</sup>;
  - (f) sections 182 to 186 (declaration of interest in existing transaction or arrangement) as applied to shadow directors by section 187;
  - (g) sections 188 and 189 (directors' long-term service contracts) as applied to shadow directors by section 223;
  - (h) sections 190 to 196 (substantial property transactions)<sup>(6)</sup> as applied to shadow directors by section 223;
  - (i) sections 197 to 214 (loans etc. to directors) as applied to shadow directors by section 223;
  - (j) sections 215 to 222 (payment for loss of office) as applied to shadow directors by section 223;
  - (k) sections 227 to 229 (directors' service contracts) as applied to shadow directors by section 230;
  - (l) section 231 (contracts with sole member who is also a director);
  - (m) sections 260 to 269 (derivative claims in England and Wales or Northern Ireland and derivative proceedings in Scotland);
  - (n) section 275 (duty to keep register of secretaries)<sup>(7)</sup>;
  - (o) section 276 (duty to notify registrar of changes)<sup>(8)</sup>;
  - (p) sections 854 to 858 (annual return)<sup>(9)</sup>;
  - (q) sections 853A to 853L (annual confirmation)<sup>(10)</sup>;
  - (r) section 1255 (offences by bodies corporate, partnerships and unincorporated associations).
2. The following provisions of the Insolvency Act 1986<sup>(11)</sup>—
  - (a) section 214 (wrongful trading);
  - (b) section 249 ("connected" with a company).
3. The following provisions of FSMA 2000—

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(1) The definition of "shadow director" in section 251 of the 2006 Act was amended by section 90(3) of the Small Business, Enterprise and Employment Act 2015 (c.26).

(2) Amended by S.I. 2015/664.

(3) Amended by S.I. 2015/664.

(4) Amended by S.I. 2015/664 and by section 100 of the Small Business, Enterprise and Employment Act 2015.

(5) Subsection (5) of section 170 was substituted by section 89 of the Small Business, Enterprise and Employment Act 2015.

(6) Section 190 was amended by section 81 of the Enterprise and Regulatory Reform Act 2013 (c.24).

(7) Amended by S.I. 2015/664.

(8) Amended by S.I. 2015/664 and by section 100 of the Small Business, Enterprise and Employment Act 2015.

(9) Amended by S.I. 2008/3000 and 2011/1487, and prospectively repealed by section 92 of the Small Business, Enterprise and Employment Act 2015.

(10) Prospectively substituted by section 92 of the Small Business, Enterprise and Employment Act 2015.

(11) 1986 c. 45. Section 214 was amended by section 117 of the Small Business, Enterprise and Employment Act 2015.

**Status:** This is the original version (as it was originally made). This item of legislation is currently only available in its original format.

- (a) section 96A (disclosure of information requirements)(**12**);
- (b) section 96B (disclosure rules: persons responsible for compliance)(**13**).

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(12) Inserted by [S.I. 2005/381](#) and amended by [S.I. 2012/1538](#) and by section 16 of the Financial Services Act 2012 (c.21).

(13) Inserted by [S.I. 2005/381](#) and amended by the 2006 Act, Schedule 15, paragraphs 1 and 7 and by [S.I. 2009/2461](#).