
Status: This version of this schedule contains provisions that are prospective.
Changes to legislation: There are currently no known outstanding effects for the Companies Act 1989, SCHEDULE 19. (See end of Document for details)

SCHEDULES

SCHEDULE 19

Section 145.

MINOR AMENDMENTS OF THE COMPANIES ACT 1985

Correction of cross-reference

F11

Textual Amendments

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

Particulars to be given of directors and secretaries

F12

Textual Amendments

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

F13

Textual Amendments

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

F14

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Textual Amendments

F1 Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F15

Textual Amendments

F1 Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F16

Textual Amendments

F1 Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

F17

Textual Amendments

F1 Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

Transactions with directors not requiring authorisation

F18

Textual Amendments

F1 Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

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Time limit for holding extraordinary general meeting convened on members' requisition

F19

Textual Amendments

- F1** Sch. 19 paras. 1-9 repealed (1.10.2007 for the repeal of Sch. 19 paras. 8, 9, 1.10.2009 in so far as not already in force) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2007/2194](#), art. 8, [Sch. 2 Pt. 1](#) (with arts. 7, 12, [Sch. 3 para. 48](#)); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

Removal of restriction on transfer of shares

- 10 (1) In section 456(3) of the Companies Act 1985 (removal of restrictions by order of court), in paragraph (b) (order where shares to be sold)—
- (a) for “sold” substitute “ transferred for valuable consideration ”, and
 - (b) for “sale” substitute “ transfer ”.
- (2) In section 454(2) and (3) (which refer to section 456(3)(b)) for “sell” and “sale” substitute “ transfer ”.

Protection of company's members against unfair prejudice

PROSPECTIVE

F211

Textual Amendments

- F2** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

Requirements for registration by joint stock companies

F212

Textual Amendments

- F2** Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), [Sch. 16](#); [S.I. 2008/2860](#), art. 4, [Sch. 1 Pt. 1](#) (with arts. 7, 8, [Sch. 2](#)) (which transitional provisions in [Sch. 2](#) are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, [Sch.](#))

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Delivery of documents by oversea companies

PROSPECTIVE	
F2	13

Textual Amendments

F2 Sch. 19 paras. 11-16 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\), s. 1300\(2\), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1](#) (with [arts. 7, 8, Sch. 2](#)) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

Companies' registered numbers

F2	14
Textual Amendments	
F2 Sch. 19 paras. 11-16 repealed (1.10.2009) by Companies Act 2006 (c. 46), s. 1300(2), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476 , arts. 1(3), 2(3)(4) and by S.I. 2009/1802 , arts. 1, 18, Sch.)	

Exemptions from limit of 20 on members of partnership

F2	15
Textual Amendments	
F2 Sch. 19 paras. 11-16 repealed (1.10.2009) by Companies Act 2006 (c. 46), s. 1300(2), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476 , arts. 1(3), 2(3)(4) and by S.I. 2009/1802 , arts. 1, 18, Sch.)	

F2	16
Textual Amendments	
F2 Sch. 19 paras. 11-16 repealed (1.10.2009) by Companies Act 2006 (c. 46), s. 1300(2), Sch. 16; S.I. 2008/2860, art. 4, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by S.I. 2009/2476 , arts. 1(3), 2(3)(4) and by S.I. 2009/1802 , arts. 1, 18, Sch.)	

Meaning of "officer who is in default"

17 **F3**

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Textual Amendments

- F3** Sch. 19 para. 17 repealed (1.10.2007) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), **Sch. 16**; [S.I. 2007/2194](#), {art. 8}, Sch. 2 Pt. 1 (with art. 12, Sch. 3 (as amended by [S.I. 2007/2607](#), arts. 1, 4 and [S.I. 2007/3495](#), arts. 2(6), 11, Sch. 5 para. 2(3)-(7))) and subject to Sch. 1)

Offences committed by partnerships and other unincorporated bodies

18 ^{F4}

Textual Amendments

- F4** Sch. 19 para. 18 repealed (6.4.2008) by [Companies Act 2006 \(c. 46\)](#), ss. 1295, 1300(2), **Sch. 16**; [S.I. 2007/3495](#), **art. 8**, Sch. 2 Pt. 1 (with arts. 7, 12)

Meaning of “office copy” in Scotland

^{F5}19

Textual Amendments

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

Index of defined expressions

^{F5}20

Textual Amendments

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

Fraudulent trading by unregistered companies

^{F5}21

Textual Amendments

- F5** Sch. 19 paras. 19-21 repealed (1.10.2009) by [Companies Act 2006 \(c. 46\)](#), s. 1300(2), **Sch. 16**; [S.I. 2008/2860](#), **art. 4**, Sch. 1 Pt. 1 (with arts. 7, 8, Sch. 2) (which transitional provisions in Sch. 2 are amended (1.10.2009) by [S.I. 2009/2476](#), arts. 1(3), 2(3)(4) and by [S.I. 2009/1802](#), arts. 1, 18, Sch.)

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