



# Companies Act 2006

## 2006 CHAPTER 46

### PART 10

#### A COMPANY'S DIRECTORS

### CHAPTER 7

#### DIRECTORS' LIABILITIES

*Provision protecting directors from liability*

#### **232 Provisions protecting directors from liability**

- (1) Any provision that purports to exempt a director of a company (to any extent) from any liability that would otherwise attach to him in connection with any negligence, default, breach of duty or breach of trust in relation to the company is void.
- (2) Any provision by which a company directly or indirectly provides an indemnity (to any extent) for a director of the company, or of an associated company, against any liability attaching to him in connection with any negligence, default, breach of duty or breach of trust in relation to the company of which he is a director is void, except as permitted by—
  - (a) section 233 (provision of insurance),
  - (b) section 234 (qualifying third party indemnity provision), or
  - (c) section 235 (qualifying pension scheme indemnity provision).
- (3) This section applies to any provision, whether contained in a company's articles or in any contract with the company or otherwise.
- (4) Nothing in this section prevents a company's articles from making such provision as has previously been lawful for dealing with conflicts of interest.

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*Changes to legislation:* There are currently no known outstanding effects for the Companies Act 2006, Section 232. (See end of Document for details)

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

- C1** S. 232 excluded (temp.) (22.2.2008) by The Northern Rock plc [Transfer Order 2008 \(S.I. 2008/432\)](#), [art. 11\(3\)](#)
- C2** S. 232 excluded (8.00 a.m. on 29.9.2008) by the The Bradford & Bingley plc [Transfer of Securities and Property etc. Order 2008 \(S.I. 2008/2546\)](#), [art. 12\(3\)](#)
- C3** S. 232 excluded (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. 30\(3\)](#)
- C4** S. 232 excluded (12.15 p.m. on 8.10.2008) by The Kaupthing Singer & Friedlander Limited [Transfer of Certain Rights and Liabilities Order 2008 \(S.I. 2008/2674\)](#), [art. 32\(3\)](#)
- C5** S. 232 excluded (1.3.2016) by The NRAM plc (formerly Northern Rock plc) [Consequential and Supplementary Provisions Order 2016 \(S.I. 2016/114\)](#), arts. 1(1), [6\(3\)](#)

**Commencement Information**

- I1** S. 232 wholly in force at 1.10.2007; s. 232 not in force at Royal Assent see s. 1300; s. 232 in force at 1.10.2007 by [S.I. 2007/2194](#), [art. 2\(1\)\(d\)](#) (with saving in [art. 12](#) and subject to transitional adaptations specified in [Sch. 1](#) and with transitional provisions and savings in [Sch. 3 para. 15](#))

**Changes to legislation:**

There are currently no known outstanding effects for the Companies Act 2006, Section 232.