

SCHEDULE 4

TRANSITIONAL PROVISIONS AND SAVINGS

PART 3

PROVISIONS COMING INTO FORCE ON 1ST OCTOBER 2008

Duty of directors to avoid conflicts of interest (s.175)

47.—(1) Section 175 of the Companies Act 2006 (duty to avoid conflicts of interest) applies where the situation described in subsection (1) of that section arises on or after 1st October 2008.

(2) The law that applied before that date continues to apply to such a situation that arose before that date.

(3) Section 175(5)(a) of that Act (private companies: authorisation by directors) applies—

(a) to companies incorporated on or after 1st October 2008, and

(b) to companies incorporated before that date where the members of the company have resolved (before, on or after 1st October 2008) that authorisation may be given in accordance with that provision.

(4) Chapter 3 of Part 3 of the Companies Act 2006 (resolutions and agreements affecting a company's constitution) applies to any such resolution.

(5) For the purposes of section 30 of that Act (copies of resolutions to be forwarded to registrar) such a resolution passed before 1st October 2008 is treated as if passed on that date.