

## SCHEDULE 1

### PROVISIONS OF THE COMPANIES ACTS APPLYING TO UNREGISTERED COMPANIES

#### **A company's capacity and related matters**

3. The following provisions of the Companies Act 2006 apply to unregistered companies—
  - (a) sections 39 and 40 (a company's capacity and power of directors to bind company);
  - (b) section 41 (constitutional limitations: transactions involving directors or their associates);
  - (c) section 42 (constitutional limitations: companies that are charities);
  - (d) sections 43, 44, 45(1) and 46 (formalities of doing business under the law of England and Wales or Northern Ireland);
  - (e) section 48 (execution of documents under the law of Scotland);
  - (f) section 50 (official seal for share certificates);
  - (g) section 51 (pre-incorporation contracts, deeds and obligations).

**Changes to legislation:**

There are currently no known outstanding effects for the The Unregistered Companies Regulations 2009, Paragraph 3.