

**Changes to legislation:** Company Directors Disqualification Act 1986 is up to date with all changes known to be in force on or before 18 March 2024. There are changes that may be brought into force at a future date. Changes that have been made appear in the content and are referenced with annotations. (See end of Document for details) View outstanding changes

## SCHEDULES

### [<sup>F1</sup>SCHEDULE 1

Section 12C

#### DETERMINING UNFITNESS ETC: MATTERS TO BE TAKEN INTO ACCOUNT

##### Textual Amendments

- F1** Sch. 1 substituted (26.5.2015 for specified purposes, 1.10.2015 in so far as not already in force) by [Small Business, Enterprise and Employment Act 2015 \(c. 26\), ss. 106\(6\), 164\(1\)](#); [S.I. 2015/1329, reg. 3\(c\)](#); [S.I. 2015/1689, reg. 2\(d\)](#) (with Sch. para. 3)

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

- C1** Sch. 1 applied (with modifications) by [S.I. 1994/2421, art. 16](#), [Sch. 8](#) (as amended (E.W.) (8.12.2017) by [The Insolvency \(Miscellaneous Amendments\) Regulations 2017 \(S.I. 2017/1119\), reg. 1\(1\)](#), Sch. 2 paras. 4, 8)

#### *Matters to be taken into account in all cases*

- 1 The extent to which the person was responsible for the causes of any material contravention by a company or overseas company of any applicable legislative or other requirement.
- 2 Where applicable, the extent to which the person was responsible for the causes of a company or overseas company becoming insolvent.
- 3 The frequency of conduct of the person which falls within paragraph 1 or 2.
- 4 The nature and extent of any loss or harm caused, or any potential loss or harm which could have been caused, by the person's conduct in relation to a company or overseas company.

#### *Additional matters to be taken into account where person is or has been a director*

- 5 Any misfeasance or breach of any fiduciary duty by the director in relation to a company or overseas company.
- 6 Any material breach of any legislative or other obligation of the director which applies as a result of being a director of a company or overseas company.
- 7 The frequency of conduct of the director which falls within paragraph 5 or 6.

#### *Interpretation*

- 8 Subsections (1A) to (2A) of section 6 apply for the purposes of this Schedule as they apply for the purposes of that section.
- 9 In this Schedule “director” includes a shadow director.]

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## SCHEDULE 2

Section 19.

### SAVINGS FROM COMPANIES ACT 1981 SS. 93, 94, AND INSOLVENCY ACT 1985 SCHEDULE 9

- 1 Sections 2 and 4(1)(b) do not apply in relation to anything done before 15th June 1982 by a person in his capacity as liquidator of a company or as receiver or manager of a company's property.
- 2 Subject to paragraph 1—
- (a) section 2 applies in a case where a person is convicted on indictment of an offence which he committed (and, in the case of a continuing offence, has ceased to commit) before 15th June 1982; but in such a case a disqualification order under that section shall not be made for a period in excess of 5 years;
- (b) that section does not apply in a case where a person is convicted summarily—
- (i) in England and Wales, if he had consented so to be tried before that date, or
- (ii) in Scotland, if the summary proceedings commenced before that date.
- 3 Subject to paragraph 1, section 4 applies in relation to an offence committed or other thing done before 15th June 1982; but a disqualification order made on the grounds of such an offence or other thing done shall not be made for a period in excess of 5 years.
- 4 The powers of a court under section 5 are not exercisable in a case where a person is convicted of an offence which he committed (and, in the case of a continuing offence, had ceased to commit) before 15th June 1982.
- 5 For purposes of section 3(1) and section 5, no account is to be taken of any offence which was committed, or any default order which was made, before 1st June 1977.
- 6 An order made under section 28 of the <sup>M1</sup>Companies Act 1976 has effect as if made under section 3 of this Act; and an application made before 15th June 1982 for such an order is to be treated as an application for an order under the section last mentioned.

#### **Marginal Citations**

**M1** 1976 c. 69.

- 7 Where—
- (a) an application is made for a disqualification order under section 6 of this Act by virtue of paragraph (a) of subsection (2) of that section, and
- (b) the company in question went into liquidation before 28th April 1986 (the coming into force of the provision replaced by section 6),
- the court shall not make an order under that section unless it could have made a disqualification order under section 300 of [<sup>F2</sup>the Companies Act 1985] as it had effect immediately before the date specified in sub-paragraph (b) above.

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#### Textual Amendments

- F2** Words in Sch. 2 para. 7 substituted (1.10.2009) by The Companies Act 2006 (Consequential Amendments, Transitional Provisions and Savings Order 2009) (S.I. 2009/1941), art. 2(1), {Sch. 1 para. 85(15)} (with art. 10)

- 8 An application shall not be made under section 8 of this Act in relation to a report made or information or documents obtained before 28th April 1986.

### SCHEDULE 3

Section 23(1).

#### TRANSITIONAL PROVISIONS AND SAVINGS

- 1 In this Schedule, “the former enactments” means so much of [<sup>F3</sup>the Companies Act 1985], and so much of [<sup>F4</sup>the Insolvency Act 1986], as is repealed and replaced by this Act; and “the appointed day” means the day on which this Act comes into force.

#### Textual Amendments

- F3** Words in Sch. 3 para. 1 substituted (1.10.2009) by The Companies Act 2006 (Consequential Amendments, Transitional Provisions and Savings Order 2009) (S.I. 2009/1941), art. 2(1), {Sch. 1 para. 85(16)(a)} (with art. 10)
- F4** Words in Sch. 3 para. 1 substituted (1.10.2009) by The Companies Act 2006 (Consequential Amendments, Transitional Provisions and Savings Order 2009) (S.I. 2009/1941), art. 2(1), {Sch. 1 para. 85(16)(b)} (with art. 10)

- 2 So far as anything done or treated as done under or for the purposes of any provision of the former enactments could have been done under or for the purposes of the corresponding provision of this Act, it is not invalidated by the repeal of that provision but has effect as if done under or for the purposes of the corresponding provision; and any order, regulation, rule or other instrument made or having effect under any provision of the former enactments shall, insofar as its effect is preserved by this paragraph, be treated for all purposes as made and having effect under the corresponding provision.

- 3 Where any period of time specified in a provision of the former enactments is current immediately before the appointed day, this Act has effect as if the corresponding provision had been in force when the period began to run; and (without prejudice to the foregoing) any period of time so specified and current is deemed for the purposes of this Act—

- (a) to run from the date or event from which it was running immediately before the appointed day, and
- (b) to expire (subject to any provision of this Act for its extension) whenever it would have expired if this Act had not been passed;

and any rights, priorities, liabilities, reliefs, obligations, requirements, powers, duties or exemptions dependent on the beginning, duration or end of such a period as above mentioned shall be under this Act as they were or would have been under the former enactments.

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- 4 Where in any provision of this Act there is a reference to another such provision, and the first-mentioned provision operates, or is capable of operating, in relation to things done or omitted, or events occurring or not occurring, in the past (including in particular past acts of compliance with any enactment, failures of compliance, contraventions, offences and convictions of offences) the reference to the other provision is to be read as including a reference to the corresponding provision of the former enactments.
- 5 Offences committed before the appointed day under any provision of the former enactments may, notwithstanding any repeal by this Act, be prosecuted and punished after that day as if this Act had not passed.
- 6 A reference in any enactment, instrument or document (whether express or implied, and in whatever phraseology) to a provision of the former enactments (including the corresponding provision of any yet earlier enactment) is to be read, where necessary to retain for the enactment, instrument or document the same force and effect as it would have had but for the passing of this Act, as, or as including, a reference to the corresponding provision by which it is replaced in this Act.

## SCHEDULE 4

Section 23(2).

## REPEALS

<b>Chapter</b>	<b>Short title</b>	<b>Extent of repeal</b>
1985 c. 6.	The Companies Act 1985.	Sections 295 to 299. Section 301. Section 302. Schedule 12. In Schedule 24, the entries relating to sections 295(7) and 302(1).
1985 c. 65.	The Insolvency Act 1985.	Sections 12 to 14. Section 16. Section 18. Section 108(2). Schedule 2. In Schedule 6, paragraphs 1, 2, 7 and 14. In Schedule 9, paragraphs 2 and 3.

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**Changes and effects yet to be applied to :**

- s. 12 applied by 1986 c. 45 s. 429(2) (as substituted) by 2007 c. 15 Sch. 16 para. 3(2)
- s. 12 title substituted by 2007 c. 15 Sch. 16 para. 5(2)
- s. 12(1) repealed by 2007 c. 15 Sch. 16 para. 5(3)Sch. 23 Pt. 5
- s. 12(2) words substituted by 2007 c. 15 Sch. 16 para. 5(4)