

*These notes refer to the Companies Act 2006 (c.46)
which received Royal Assent on 8 November 2006*

COMPANIES ACT 2006

EXPLANATORY NOTES

EXISTING LAW

Scotland

Chapter 1: General Provisions about Resolutions

Section 285: Votes: specific requirements

527. This section sets out specific requirements on votes of members, which the company's articles may not override. *Subsections (1) and (2)* provide for entitlement to vote where proxies have been appointed and ensure that the articles do not disadvantage a member voting by proxy or proxies. *Subsection (3)* makes new provision for voting rights on written resolutions, reflecting the fact that they will no longer need to be passed unanimously. A member will have the same number of votes whether passing a resolution on a poll in general meeting or on a written resolution.