



# Charities Act 2011

## 2011 CHAPTER 25

### PART 10

#### CHARITABLE COMPANIES ETC.

##### *Acts requiring Commission consent*

#### **201 Consent of Commission required for approval etc. by members of charitable companies**

- (1) In the case of a charitable company, each of the following is ineffective without the prior written consent of the Commission—
- (a) any approval given by the members of the company under any provision of Chapter 4 of Part 10 of the Companies Act 2006 (transactions with directors requiring approval by members) listed in subsection (2), and
  - (b) any affirmation given by members of the company under section 196 or 214 of the 2006 Act (affirmation of unapproved property transactions and loans).
- (2) The provisions of the 2006 Act are—
- (a) section 188 (directors' long-term service contracts);
  - (b) section 190 (substantial property transactions with directors etc.);
  - (c) section 197, 198 or 200 (loans and quasi-loans to directors etc.);
  - (d) section 201 (credit transactions for benefit of directors etc.);
  - (e) section 203 (related arrangements);
  - (f) section 217 (payments to directors for loss of office);
  - (g) section 218 (payments to directors for loss of office: transfer of undertaking etc.).

#### **202 Consent of Commission required for certain acts of charitable company**

- (1) A charitable company may not do an act to which this section applies without the prior written consent of the Commission.

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**Changes to legislation:** Charities Act 2011, Cross Heading: Acts requiring Commission consent is up to date with all changes known to be in force on or before 05 April 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](#)

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- (2) This section applies to an act that—
- (a) does not require approval under a listed provision of Chapter 4 of Part 10 of the Companies Act 2006 (transactions with directors) by the members of the company, but
  - (b) would require such approval but for an exemption in the provision in question that disappplies the need for approval on the part of the members of a body corporate which is a wholly-owned subsidiary of another body corporate.
- (3) The reference to a listed provision is a reference to a provision listed in section 201(2).
- (4) If a company acts in contravention of this section, the exemption referred to in subsection (2)(b) is to be treated as being of no effect in relation to the act.

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**Changes and effects yet to be applied to the whole Act associated Parts and Chapters:**

Whole provisions yet to be inserted into this Act (including any effects on those provisions):

- s. 106(1)-(1B) substituted for s. 106(1) by [2022 c. 6 s. 16\(a\)](#)
- s. 322(2)(ea) inserted by [2022 c. 6 Sch. 2 para. 26](#)
- s. 331A331B and cross-heading inserted by [2022 c. 6 s. 15](#)