



Small Business, Enterprise and Employment Act 2015

2015 CHAPTER 26

PART 7

COMPANIES: TRANSPARENCY

Shadow directors

90 Shadow directors: definition

- (1) In section 251 of the Insolvency Act 1986 (expressions used generally), in the definition of “shadow director”, for the words from “(but” to the end substitute “, but so that a person is not deemed a shadow director by reason only that the directors act—
 - (a) on advice given by that person in a professional capacity;
 - (b) in accordance with instructions, a direction, guidance or advice given by that person in the exercise of a function conferred by or under an enactment (within the meaning given by section 1293 of the Companies Act 2006);
 - (c) in accordance with guidance or advice given by that person in that person’s capacity as a Minister of the Crown (within the meaning of the Ministers of the Crown Act 1975)”.
- (2) In section 22(5) of the Company Directors Disqualification Act 1986 (definition of “shadow director”) for the words from “(but” to the end substitute “, but so that a person is not deemed a shadow director by reason only that the directors act—
 - (a) on advice given by that person in a professional capacity;
 - (b) in accordance with instructions, a direction, guidance or advice given by that person in the exercise of a function conferred by or under an enactment;
 - (c) in accordance with guidance or advice given by that person in that person’s capacity as a Minister of the Crown (within the meaning of the Ministers of the Crown Act 1975)”.

Status: This is the original version (as it was originally enacted).

- (3) In section 251(2) of the Companies Act 2006 (definition of “shadow director”) for the words “on advice given by him in a professional capacity” substitute “—
- (a) on advice given by that person in a professional capacity;
 - (b) in accordance with instructions, a direction, guidance or advice given by that person in the exercise of a function conferred by or under an enactment;
 - (c) in accordance with guidance or advice given by that person in that person’s capacity as a Minister of the Crown (within the meaning of the Ministers of the Crown Act 1975)”.
- (4) In section 1293 of the Companies Act 2006 (meaning of “enactment”) after paragraph (a) insert—
- “(aa) an enactment contained in, or in an instrument made under, a Measure or Act of the National Assembly for Wales,”.