

SCHEDULE 2

TRANSITIONAL PROVISIONS AND SAVINGS

Power of directors to allot shares etc: private company with only one class of shares (s. 550)

43.—(1) Section 550 of the Companies Act 2006 (power of directors to allot shares etc: private company with only one class of shares) applies to an existing or transitional company only if the members of the company have resolved that the directors should have the powers given by that section.

(2) A resolution under this paragraph may be an ordinary resolution (even if it takes the form of an alteration of the company's articles).

(3) Chapter 3 of Part 3 of the Companies Act 2006 (resolutions and agreements affecting a company's constitution) applies to any such resolution.

(4) Any such resolution passed before 1st October 2009 is treated as if passed on that date.

(5) Once the members of the company have resolved as mentioned in sub-paragraph (1), the application of section 550 in relation to the company is not affected by any subsequent resolution, except one altering the company's articles so as to prohibit (to any extent) exercise of the powers mentioned in the section.