

*This Order has been made in consequence of defects in S.I. 2007/2194 (C. 84) and is being issued free of charge to all known recipients of that Order.*

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## STATUTORY INSTRUMENTS

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# 2007 No. 2607 (C. 101)

## COMPANIES

### The Companies Act 2006 (Commencement No. 4 and Commencement No. 3 (Amendment)) Order 2007

<i>Made</i>	- - - -	<i>6th September 2007</i>
<i>Laid before Parliament</i>		<i>7th September 2007</i>
<i>Coming into force</i>	- -	<i>30th September 2007</i>

The Secretary of State makes the following Order in exercise of the powers conferred by sections 1296(1) and 1300(2) of the Companies Act 2006<sup>(1)</sup>.

#### **Citation and coming into force**

1. This Order may be cited as the Companies Act 2006 (Commencement No. 4 and Commencement No. 3 (Amendment)) Order 2007 and comes into force on 30th September 2007.

#### **Provisions coming into force on 30th September 2007**

2.—(1) Sections 1137(1), (4), (5)(b) and (6) (regulations about inspection of company records and provision of copies: fees) and 1167 (meaning of “prescribed”) of the Companies Act 2006 come into force on 30th September 2007.

(2) Section 1284 of the Companies Act 2006 (extension of Companies Acts to Northern Ireland) comes into force on 30th September 2007 so far as necessary for the purposes of the provisions mentioned in paragraph (1).

#### **Interpretation of provisions brought into force**

3. Where an expression in a provision brought into force by this Order—

- (a) is defined in the Companies Act 1985<sup>(2)</sup> or the Companies (Northern Ireland) Order 1986<sup>(3)</sup> (“the old definition”); and

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(1) 2006 c.46.

(2) 1985 c.6.

(3) S.I. 1986/1032 (N.I. 6).

- (b) is defined in the Companies Act 2006 by another provision that is not yet in force for the purposes of the provision brought into force (“the new definition”),

the expression has, for the purposes of the provision brought into force, the meaning given by the old definition until the new definition is brought into force for the purposes of that provision.

**Amendment of Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007**

4.—(1) In article 2(1)(d) of the Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007(4), for “247” substitute “248”.

(2) In Part 1 of Schedule 2 to that Order—

- (a) for “380(1) and (4) to (5)” substitute “380(4)(a) and (c) to (m)”,
- (b) omit “Section 719”, and
- (c) in the reference to Schedule 24 to the Companies Act 1985, omit “380(5),”.

(3) In Part 2 of that Schedule—

- (a) for “388(1) and (4) to (5)” substitute “388(4)(a) and (c) to (m)”,
- (b) omit “Article 668”, and
- (c) in the reference to Schedule 23 to the Companies Act (Northern Ireland) Order 1986, omit “388(5),”.

(4) In Schedule 3 to that Order omit paragraph 18.

*Stephen Timms*  
Minister of State for Competitiveness  
Department for Business, Enterprise and  
Regulatory Reform

6th September 2007

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## EXPLANATORY NOTE

*(This note is not part of the Order)*

This is the fourth Commencement Order made under the Companies Act 2006 (“the 2006 Act”). Part 47 and certain provisions in Parts 43, 44 and 46 came into force on the passing of the 2006 Act. Article 2(1) brings into force on 30th September 2007—

the power to make regulations about fees charged by companies for inspection of company records and provision of copies, and

the definition in the Companies Acts of “prescribed” (which enables the Secretary of State to make orders and regulations for things which have to be prescribed, such as some fees and forms).

Article 2(2) brings the extension of the 2006 Act to Northern Ireland into force so far as necessary for the purposes of those provisions.

Article 3 provides that where a provision being brought into force uses an expression defined in the old law, that definition applies until it is repealed and replaced by the corresponding definition in the 2006 Act.

Article 4 amends the Companies Act 2006 (Commencement No. 3, Consequential Amendments, Transitional Provisions and Savings) Order 2007 (“the Third Commencement Order”) by reversing the repeal of the provisions in the Companies Act 1985 (“the 1985 Act”) and the Companies (Northern Ireland) Order 1986 (“the 1986 Order”) which provide for companies to have the power to provide for employees on cessation or transfer of business, and also reverses the coming into force of the provision in the 2006 Act for directors to have essentially the same power. A gap in the law would have been created if those provisions in the 1985 Act and the 1986 Order had been replaced by that provision in the 2006 Act before section 31 of the 2006 Act also came into force.

Article 4 also reverses the repeal of provisions in the 1985 Act and the 1986 Order which require copies of extraordinary resolutions, elective resolutions and resolutions revoking elective resolutions to be forwarded to the registrar of companies. The provisions of the 1985 Act and the 1986 Order for elective resolutions as to the duration of an authority to allot shares remain in force; and the Third Commencement Order keeps the possibility of an extraordinary resolution alive for limited purposes. This Order ensures that the obligation to register extraordinary and elective resolutions also remains in force.

This Order comes into force on 30th September 2007, the day before the reversed repeals would have come into force.

## NOTE AS TO EARLIER COMMENCEMENT ORDERS

*(This note is not part of the Order)*

The provisions of the Companies Act 2006 in respect of which an entry is made in the table below have been brought into force on the date specified alongside their entry in the second column, by the statutory instrument specified in the third column.

<i>Provision</i>	<i>Date of Commencement</i>	<i>S.I. No.</i>
Section 2	6th April 2007	S.I. 2007/1093, C. 49

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<i>Provision</i>	<i>Date of Commencement</i>	<i>S.I. No.</i>
Sections 29 and 30	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 116 to 119	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 145 to 153	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 154	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 160 and 161	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 168 to 174	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 178 to 181	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 188 to 239	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 248 to 269	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 281 to 307	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 308 and 309	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 310 to 326	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 327(1), (2)(a) and (b) and (3)	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 328 and 329	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 330(1) to (5), (6)(a) and (b) and (7)	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 331 and 332	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 333	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 334 to 361	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 362 to 379 (in respect of England, Wales and Scotland), with exceptions	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 362 to 379 (in respect of Northern Ireland), with exceptions	1st November 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 362 to 367 and 378 so far as not already in force	1st October 2008	<a href="#">S.I. 2007/2194</a> , C. 84
Section 417	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 463	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 485 to 488	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 791 to 810	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 811(1) to (3)	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 813	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 815 to 828	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 942 to 992 and Schedule 2	6th April 2007	<a href="#">S.I. 2007/1093</a> , C. 49
Sections 993 to 999	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 1035 to 1039	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84

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<i>Provision</i>	<i>Date of Commencement</i>	<i>S.I. No.</i>
Section 1043	6th April 2007	<a href="#">S.I. 2007/1093</a> , C. 49
Section 1063 (in respect of England, Wales and Scotland)	6th April 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 1068 (except subsection (5)) for limited purposes	15th December 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 1068(5)	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 1077 to 1080	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 1085 to 1092	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 1102 to 1107	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 1111	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 1121 to 1123 as they apply to offences under Part 14 or 15 of the Companies Act 1985 ( <a href="#">c.46</a> )	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 1124 and Schedule 3	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 1125 to 1133 as they apply to offences under Part 14 or 15 of the Companies Act 1985 ( <a href="#">c.46</a> )	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 1143 to 1148 and Schedules 4 and 5	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 1170	6th April 2007	<a href="#">S.I. 2007/1093</a> , C. 49
Sections 1176 to 1179	6th April 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 1281	6th April 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Section 1284 so far as it relates to Part 2 of the Companies (Audit, Investigations and Community Enterprise) Act 2004	6th April 2007	<a href="#">S.I. 2007/1093</a> , C. 49
Section 1295 and Schedule 16 (partially)	1st and 20th January, 6th April and 1st October 2007	<a href="#">S.I. 2006/3428</a> , C. 132 <a href="#">S.I. 2007/1093</a> , C. 49 <a href="#">S.I. 2007/2194</a> , C. 84
Sections 2, 1068(1) to (4), (6) and (7), 1114, 1117, 1120, 1168, 1173 and 1284 so far as necessary for the purposes of the provisions brought into force on 1st January 2007	1st January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 2, 1121 and 1122, 1125 to 1131, 1133, 1168, 1173 and 1284 so far as necessary for the purposes of the provisions brought into force on 20th January 2007	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132
Sections 546, 558, 1060 and 1061, 1121 to 1123, 1125 to 1135, 1138 to 1140, 1168, 1173 and 1284 so far as necessary for the	6th April 2007	<a href="#">S.I. 2006/3428</a> , C. 132 <a href="#">S.I. 2007/1093</a> , C. 49

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<i>Provision</i>	<i>Date of Commencement</i>	<i>S.I. No.</i>
purposes of the provisions brought into force on 6th April 2007		
Sections 17, 385, 540(1) and (4), 545, 546, 548, 629, 1121, 1122, 1125, 1127 to 1133, 1158, 1168, 1173 and 1284 so far as necessary for the purposes of the provisions brought into force on 1st October 2007	1st October 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 546, 1158, 1173 and 1284 so far as necessary for the purposes of the provisions brought into force on 1st November 2007	1st November 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Sections 1168 and 1284 so far as necessary for the purposes of the provisions brought into force on 15th December 2007	15th December 2007	<a href="#">S.I. 2007/2194</a> , C. 84
Section 1284 so far as necessary for the purposes of the provisions brought into force on 1st October 2008	1st October 2008	<a href="#">S.I. 2007/2194</a> , C. 84
The provisions of the Companies Act 2006, so far as not brought into force by section 1300(1) of that Act, or by articles 2 and 3(1) and (2) of the Companies Act 2006 (Commencement No. 1, Transitional Provisions and Savings) Order 2006 ( <a href="#">S.I. 2006/3428 (C. 132)</a> ), for the purpose of enabling the exercise of powers to make orders or regulations by statutory instrument	20th January 2007	<a href="#">S.I. 2006/3428</a> , C. 132