



Charities Act 1992

1992 CHAPTER 41

PART I

CHARITIES

Charitable companies

40 Charitable companies: alteration of objects clause etc

For subsections (2) and (3) of section 30A of the 1960 Act (as amended by the Companies Act 1989) there shall be substituted—

“(2) Where a charity is a company, any alteration by it—

- (a) of the objects clause in its memorandum of association, or
- (b) of any other provision in its memorandum of association, or any provision in its articles of association, which is a provision directing or restricting the manner in which property of the company may be used or applied,

is ineffective without the prior written consent of the Commissioners.

(3) Where a company has made any such alteration in accordance with subsection (2) above and—

- (a) in connection with the alteration is required by virtue of—
 - (i) section 6(1) of the Companies Act 1985 (delivery of documents following alteration of objects), or
 - (ii) that provision as applied by section 17(3) of that Act (alteration of condition in memorandum which could have been contained in articles),

to deliver to the registrar of companies a printed copy of its memorandum, as altered, or

- (b) is required by virtue of section 380(1) of that Act (registration etc. of resolutions and agreements) to forward to the registrar a printed or other copy of the special resolution effecting the alteration,

Status: This is the original version (as it was originally enacted).

the copy so delivered or forwarded by the company shall be accompanied by a copy of the Commissioners' consent.

- (4) Section 6(3) of that Act (offences) shall apply to any default by a company in complying with subsection (3) above as it applies to any such default as is mentioned in that provision.”

41 Charitable companies: requirement of consent of Commissioners to certain acts

After section 30B of the 1960 Act (as amended by the Companies Act 1989) there shall be inserted—

“30BA Charitable companies: requirement of consent of Commissioners to certain acts

- (1) Where a company is a charity—
- (a) any approval given by the company for the purposes of any of the provisions of the Companies Act 1985 specified in subsection (2) below, and
 - (b) any affirmation by it for the purposes of section 322(2)(c) of that Act (affirmation of voidable arrangements under which assets are acquired by or from a director or person connected with him),
- is ineffective without the prior written consent of the Commissioners.
- (2) The provisions of the Companies Act 1985 referred to in subsection (1)(a) above are—
- (a) section 312 (payment to director in respect of loss of office or retirement);
 - (b) section 313(1) (payment to director in respect of loss of office or retirement made in connection with transfer of undertaking or property of company);
 - (c) section 319(3) (incorporation in director's service contract of term whereby his employment will or may continue for a period of more than 5 years);
 - (d) section 320(1) (arrangement whereby assets are acquired by or from director or person connected with him);
 - (e) section 337(3)(a) (provision of funds to meet certain expenses incurred by director).”

42 Charitable companies: name to appear on correspondence etc

The following section shall be inserted in the 1960 Act after the section 30BA inserted by section 41 above—

“30BB Charitable companies: name to appear on correspondence etc

Section 30(7) of the Companies Act 1985 (exemption from requirements relating to publication of name etc.) shall not, in its application to any company which is a charity, have the effect of exempting the company from the requirements of section 349(1) of that Act (company's name to appear in its correspondence etc.).”