



Companies Act 2006

2006 CHAPTER 46

PART 8

A COMPANY'S MEMBERS

CHAPTER 1

THE MEMBERS OF A COMPANY

112 The members of a company

- (1) The subscribers of a company's memorandum are deemed to have agreed to become members of the company, and on its registration become members and must be entered as such in its register of members.
- (2) Every other person who agrees to become a member of a company, and whose name is entered in its register of members, is a member of the company.
- ^{F1}^{F2}(3) Where an election under section 128B is in force in respect of a company—
 - (a) the requirement in subsection (1) to enter particulars of members in the company's register of members does not apply, and
 - (b) subsection (2) has effect as if the reference to a person whose name is entered in the company's register of members were a reference to a person with respect to whom the following steps have been taken—
 - (i) the person's name has been delivered to the registrar under section 128E, and
 - (ii) the document containing that information has been registered by the registrar.]]
- ^{F3}(4) Where an individual's name is entered in a company's register of members but is not in the form required by section 113A, that does not affect the person becoming a member of the company by virtue of subsection (2).]

Changes to legislation: There are currently no known outstanding effects for the Companies Act 2006, Chapter 1. (See end of Document for details)

Textual Amendments

- F1** S. 112(3) omitted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by virtue of [Economic Crime and Corporate Transparency Act 2023 \(c. 56\)](#), s. 219(1)(2)(b), **Sch. 1 para. 2**
- F2** S. 112(3) inserted (30.6.2016) by [Small Business, Enterprise and Employment Act 2015 \(c. 26\)](#), s. 164(1), **Sch. 5 para. 13**; S.I. 2016/321, **reg. 6(c)**
- F3** S. 112(4) inserted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023 \(c. 56\)](#), **ss. 46(2)**, 219(1)(2)(b)

Modifications etc. (not altering text)

- C1** S. 112(1) applied by [Commonhold and Leasehold Reform Act 2002 \(c. 15\)](#), Sch. 3 para. 15(1) (as substituted) (1.10.2009) by [The Companies Act 2006 \(Consequential Amendments, Transitional Provisions and Savings\) Order 2009 \(S.I. 2009/1941\)](#), art. 2(1), **Sch. 1 para. 195(11)** (with art. 10))
- C2** S. 112(1) excluded by [The European Public Limited-Liability Company Regulations 2004 \(S.I. 2004/2326\)](#), **Sch. 4 para. 7** (as amended (1.10.2009) by [The European Public Limited-Liability Company \(Amendment\) Regulations 2009 \(S.I. 2009/2400\)](#), reg. {40(7)})
- C3** S. 112(2) excluded by [Commonhold and Leasehold Reform Act 2002 \(c. 15\)](#), Sch. 3 para. 15(2) (as substituted (1.10.2009) by [The Companies Act 2006 \(Consequential Amendments, Transitional Provisions and Savings\) Order 2009 \(S.I. 2009/1941\)](#), art. 2(1), **Sch. 1 para. 195(11)** (with art. 10))

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