

# Companies Act 2006

## Briefing Note

This briefing note highlights two key provisions of the Companies Act 2006 that come into force in January 2007.

### 1. Publication of company details

From 1 January 2007, all companies and limited partnerships are required to include the following details on their websites and soft copy business letters and order forms:

- company name;
- place of registration and company number (eg "Registered in England and Wales with company number 123456"); and
- registered office address.

This information is already required to be included on hard copy business letters and order forms.

To avoid having to decide whether an email is a "business letter" for the purposes of the Act, the safest course will be to include these details in the standard disclaimer at the end of each email sent by a company.

#### Action

**Companies should include the required details on their websites, emails and soft copy order forms.**

### 2. E-communications with shareholders

From 20 January 2007, companies will be able to communicate with shareholders electronically more easily.

In order for a company to send documents electronically to a shareholder, the shareholder must have agreed to this and have

provided an electronic address. In order to receive documents electronically from shareholders, a company must provide an electronic address for this purpose. If a company provides an email address in a notice of meeting or proxy form, it is deemed to have agreed to receive documents electronically.

Companies will also be able to send documents to shareholders by making them available on their website. In order to do so:

- the company's shareholders must pass a resolution to permit this; or
- the company's articles must contain a provision allowing this.

In addition, each shareholder must be asked individually to agree to receive documents by means of the company's website and the shareholder must not have responded within 28 days withholding its consent. Even then, the company must notify a shareholder when a document is posted on the website.

#### Action

**To send documents electronically to shareholders, companies will need to ask for the consent of shareholders and their email addresses.**

**To receive documents electronically from shareholders, companies will need to provide an email address in notices of meetings/other relevant documents.**

**To make documents available to shareholders on a website, companies will need to amend their articles or have a shareholders' resolution passed to permit this.**

Other provisions of the Act will come into force by October 2008. Further briefings will be circulated by Hugh James to update you on key provisions. In the meantime, if you would like to know more about The Companies Act 2006, please contact:

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This briefing note is a summary only, is not intended to be comprehensive and does not constitute legal advice. If you do not wish to receive further information from Hugh James relating to legal developments, please contact Kirsty Banfield at Hugh James, Hodge House, 114-116 St Mary Street, Cardiff CF10 1DY or [kirsty.banfield@hughjames.com](mailto:kirsty.banfield@hughjames.com).

