Consolidated text

PART XII SECRETARIES

Secretaries

168. 169. 170. 170A. 171. 172.	Company may have secretary. Secretary of incorporated cell companies. Eligibility to be secretary. Validity of acts of secretaries. Duties of secretaries. Acts done by person in dual capacity.	
	Register of secretaries	
173. 174.	Register of secretaries. Right to inspect and require copies.	
	PART XIII RESOLUTIONS AND MEETINGS	
	Resolutions	
175.	Types of resolution.	
176. 177.	Ordinary resolutions. Ordinary resolutions required by articles to have a different proportion of votes.	
178.	Special resolutions.	
179.	Waiver resolutions.	
180.	Unanimous resolutions.	
Written resolutions		
181. 182. 183. 184. 185. 186. 187. 188. 189.	Written resolutions. Circulation of written resolution proposed by directors. Members' power to require circulation of written resolution. Circulation of written resolution proposed by members. Expenses of circulation. Application not to circulate members' statement. Procedure for signifying assent to written resolution. Period for agreeing to written resolution. Publication of written resolution on website. Relationship between this Part and company's articles.	

191. General rules.

Voting

Consolidated text

192.	Restrictions on voting by proxies are void.
193.	Restrictions on voting on polls or written resolutions are void.
194.	Votes of joint holders of shares.
195.	Guardians and attorneys.
196.	Vote splitting.
197.	Second vote of chairman at meeting.
198.	Effect of provision in company's articles as to admissibility of votes.
.,	expect of provision in company's articles as to admissibility of votes.
	Calling and holding meetings
199.	Requirement to hold annual general meeting.
200.	Incorporated cell exempt from requirement to hold annual general meeting.
201.	Waiver of requirement to hold annual general meeting.
202.	Directors' power to call general meetings.
203.	Members' power to require directors to call general meeting.
204.	Directors' duty to call meetings required by members.
205.	Power of members to call meeting at company's expense.
206.	Court's power to order meeting.
	Notice of meetings
207	
207.	Notice required for a general meeting.
208.	Publication of notice of meeting on website.
209.	Persons entitled to receive notice of meetings.
210.	Contents of notices of meetings.
211.	Resolution requiring special notice.
	Procedure at meetings
212.	Location of meeting.
213.	Quorum at meeting.
214.	Chairman of meeting.
215.	Declaration by chairman on show of hands.
216.	Right to demand a poll.
217.	Participation in meeting.
218.	Adjournments.
219.	Membership details available at meeting.
220.	Matters raised at meeting.
221.	Resolutions at meeting.
	Proxies
222.	Right to appoint proving
223.	Right to appoint proxies.
223. 224.	Notice of meeting to contain statement of rights.
224. 225.	Notice required of appointment of proxy etc.
443.	Right of proxy to demand a poll.

Consolidated text

226. 227.	Notice required of termination of proxy's authority. Saving for more extensive rights conferred by articles.
	Records of resolutions and meetings
228. 229. 230. 231.	Records of resolutions and meetings etc. Records as evidence of resolutions etc. Records of decisions by sole member. Rights to inspect and require copies.
	Application to class meetings
232. 233. 233A.	Application to class meetings: shareholders. Application to class meetings: members who are not shareholders. Power of Committee to make regulations.
	PART XIV ANNUAL VALIDATION
234. 235. 236. 237. 237A.	Duty to submit annual validation. Content of annual validation. Declaration of compliance (annual validation). Failure to submit annual validation. Power of Committee to make regulations.
	PART XV ACCOUNTS AND REPORTS
	Accounting records
238. 239. 240. 241. 242.	Accounting records. Retention of accounting records. Inspection of accounting records and returns. Application to incorporated cells. Offences in connection with accounting records.
	Accounts
243. 244. 245. 246. 247.	Preparation of individual accounts. Preparation of consolidated accounts. Meaning of "accounts" and "financial year". Preparation of accounts of incorporated cells. Offences in connection with accounts.

Directors' report