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A Practitioner's Guide to Directors' Duties and Responsibilities

Consultant Editor: **Tim Boxell, Partner, Slaughter and May**

3rd Edition

Fully updated in light of the Companies Act 2006, this third edition of **A Practitioner's Guide to Directors' Duties and Responsibilities** provides practical advice and guidance on the many and varied responsibilities of UK directors.

The legal and regulatory environment for directors is much changed since the second edition of this Guide was published. The introduction of the Companies Act 2006 has codified directors' duties, providing for the first time a statutory statement of what these duties are.

Responses to the Company Law Steering Group were largely in favour of codification on the grounds of greater transparency. However, the legal obligations of directors remain complex and challenging. Although the new statutory duties replace the existing case law, common law principles still apply to interpreting them. Concerns remain because the wording in the legislation does not necessarily correlate with how the duties were previously understood.

Other important changes covered by this book include the updated version of the Combined Code, which applies to listed companies for accounting years beginning on or after 1 November 2006. At a European level, the Transparency Directive imposes obligations on listed companies to make further notifications to the market. For companies regulated by the Financial Services Authority, new developments affect the way in which the FSA supervises the conduct of directors.

More than a general corporate governance book, **A Practitioner's Guide to Directors' Duties and Responsibilities** is a high-level review of the UK law,

written by an experienced team of practitioners from leading law firms. It is an essential publication for directors, their advisors and anyone wanting an informed and practical view of directors' duties under the new Companies Act.

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A Practitioner's Guide to Directors' Duties and Responsibilities

Consultant Editor: Tim Boxell, Partner, *Slaughter and May*

Why you should read A Practitioner's Guide to Directors' Duties and Responsibilities

A Practitioner's Guide to Directors' Duties and Responsibilities is written for practitioners – company directors and their professional advisers. As a practitioner you will be only too aware that there is no simple model role for the company director. This is partly because of the way in which company law and the codes of corporate governance have developed in the UK, but also because of the diverse nature of the purposes and interests which corporate structures serve. Never-the-less you will want to master all aspects of the regulatory regime, both legal and voluntary, which prescribe the conduct to be expected of directors, because the consequences for breach can be serious.

The roles of directors and their duties and responsibilities will vary according to the type of company they serve and, to some extent, the nature of their position, as well as the level of regulation. But as a preliminary, practitioners may ask whether there is any underlying framework to which they may refer for guidance and from which they may infer what is expected of them. This is what **A Practitioner's Guide to Directors' Duties and Responsibilities** offers its readers - guidance on what is expected of them.

Who will benefit?

- Company Directors
- Company Secretaries and Administrators
- In-house Lawyers
- Lawyers in Professional Practice
- Accountants

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