

- **Directors**

A company is a legal entity and does not have any physical existence. It can act only through natural persons to run its affairs. The person acting on its behalf is called Director. A Director is any person occupying the position of Director by whatever name called. They are professional men hired by the company to direct its affairs.

They are not the servants of the company. They are rather the officers of the company.

The definition of Director given in this clause is an inclusive definition. It includes any person who occupies the position of a director is known as Director whether or not designated as Director.

It is not the name by which a person is called but the position he occupies and the functions and duties which he discharges that determine whether in fact he is a Director or not. So long as a person is duly appointed by the company to control the company's business and, authorized by the Articles to contract in the company's name and on its behalf he functions as a Director.

The Articles of a company may therefore designate its Directors as governors, members of the governing council or the board of management or give them any other title but so far as the law is concerned they are simple Directors.

## **Definition**

**Section 2(34) of companies act 2013** “director” means :

**A director appointed to the Board of a company**

‘Director’ includes any person occupying the position of director by whatever name called. The important factor to determine whether a person is or not a director is to refer to the nature of the office and its duties. Thus a director may be defined as a person having control over the direction conduct management or superintendence of the affairs of the company.

Only individuals can be directors, no body corporate, association or firm can be appointed director of a company. Only an individual can be so appointed.

