



# Economic Crime and Corporate Transparency Act 2023

## 2023 CHAPTER 56

### PART 1

#### COMPANIES ETC

#### *Registered offices*

#### **28 Registered office: appropriate address**

- (1) The Companies Act 2006 is amended as follows.
- (2) In section 9 (registration documents), in subsection (5)(a), at the end insert “, which must be an appropriate address within the meaning given by section 86(2)”.
- (3) For section 86 substitute—

#### **“86 Duty to ensure registered office at appropriate address**

- (1) A company must ensure that its registered office is at all times at an appropriate address.
- (2) An address is an “appropriate address” if, in the ordinary course of events—
  - (a) a document addressed to the company, and delivered there by hand or by post, would be expected to come to the attention of a person acting on behalf of the company, and
  - (b) the delivery of documents there is capable of being recorded by the obtaining of an acknowledgement of delivery.
- (3) If a company fails, without reasonable excuse, to comply with this section an offence is committed by—
  - (a) the company, and
  - (b) every officer of the company who is in default.

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**Changes to legislation:** There are currently no known outstanding effects for the Economic Crime and Corporate Transparency Act 2023, Cross Heading: Registered offices. (See end of Document for details)

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- (4) A person guilty of an offence under this section is liable on summary conviction—
- (a) in England and Wales, to a fine;
  - (b) in Scotland or Northern Ireland, to a fine not exceeding level 5 on the standard scale and, for continued contravention, a daily default fine not exceeding one-tenth of level 5 on the standard scale.
- (5) Subsection (1) does not apply in relation to a company during any period for which the address of its registered office is a default address nominated by virtue of section 1097A(3)(h).”
- (4) In section 87 (change of address of registered office), after subsection (1) insert—
- “(1A) The notice must include a statement that the new address is an appropriate address within the meaning given by section 86(2).”
- (5) In section 853B (duties to notify a relevant event), omit paragraph (a).
- (6) After section 853C insert—

**“853CA Duty to notify a change in registered office**

- (1) This section applies where—
- (a) a company makes a confirmation statement,
  - (b) the company’s registered office is not at an appropriate address within the meaning given by section 86(2), and
  - (c) the company has not given a notice under section 87 (change of registered office) that is awaiting registration by the registrar.
- (2) The company must deliver a notice under section 87 at the same time as it delivers the confirmation statement.”

**Commencement Information**

- I1** S. 28 in force at Royal Assent for specified purposes, see [s. 219\(1\)\(2\)\(b\)](#)
- I2** S. 28 in force at 4.3.2024 in so far as not already in force by [S.I. 2024/269](#), [reg. 2\(v\)](#)

**Changes to legislation:**

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