

**REQUIREMENTS APPLICABLE TO  
THE DOCUMENTS DELIVERED TO THE REGISTRAR IN RESPECT OF THE REGISTER OF  
OVERSEAS ENTITIES**

*Made: 16<sup>th</sup> September 2025  
Coming into force: 16<sup>th</sup> September 2025*

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The registrar of companies for England and Wales makes the following rules in exercise of the powers conferred by the enactments specified in Schedule 1.

Authenticated by



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Registrar of Companies for England and Wales

## **PART 1**

### **GENERAL INTRODUCTORY PROVISIONS**

#### **Commencement**

1. These rules come into force on 16<sup>th</sup> September 2025.

#### **Application of these rules**

- 2.(1) These rules apply to ROE documents and ROE verification statements delivered to the registrar on or after 16<sup>th</sup> September 2025.
- (2) Part 2 of these rules applies to standard documents.
- (3) Part 3 of these rules applies to protected documents.

#### **Definitions and interpretation**

- 3.(1) Defined terms used in these rules and their meanings are contained in Schedule 2.
- (2) Unless the context otherwise requires-
  - (a) references to sections are to sections of ECTEA;
  - (b) a reference to a “rule” or “rules” is a reference to these Requirements Applicable to the Documents Delivered to the Registrar in respect of the Register of Overseas Entities Rules 2024 and a reference to a numbered rule, Chapter, Part or Schedule is to the rule, Chapter, Part or Schedule so numbered in these rules;
  - (c) references to delivering a document include submitting or sending it;
  - (d) a reference to an Act includes a reference to any subordinate legislation made under that Act and is a reference to that Act or subordinate legislation as may subsequently be amended;
  - (e) words in the singular include the plural and vice versa.

(f) information referred to in these rules as being specified, described, accessible or available on or through the website is included in and forms part of these rules and any reference to the website is a reference to the website as may from time to time be amended.

**Authentication: general requirements**

4.(1) Unless otherwise set out in these rules, a person who authenticates a ROE document or ROE verification statement must belong to, or be specifically authorised by a person who belongs to, a category or class of person specified by the registrar in Schedule 6 as being permitted to authenticate that document.

**PART 2**  
**DOCUMENTS REQUIRED TO BE IN ELECTRONIC FORM**

**Chapter 1**  
**General provisions**

**Standard documents must be sent in electronic form**

5.(1) The standard documents specified in column 1 of the table in Schedule 3 must be delivered to the registrar in electronic form and in accordance with the provisions of this Part.

(2) The legislative provision under which each standard document is delivered is specified in column 2 of the table.

(3) Any restriction or exclusion on the circumstances in which a standard document can be delivered under this Part is specified in column 4 of the table.

**CHS**

6.(1) This rule is subject to rule 7.

(2) A standard ROE document must be delivered using CHS.

(3) To use CHS the presenter must:

- (a) have access to the internet;
- (b) have an email account; and
- (c) be a registered user of CHS (information about the registration process is available on the website).

**Separate standard ROE verification statement to be sent by email**

7.(1) A separate standard ROE verification statement must be delivered by email by a presenter in possession of an agent assurance code.

**Digital codes**

8.(1) The registrar's requirements in respect of digital codes are specified on the website.

(2) Every digital code provided by way of authentication of a standard document will be indelibly linked to and retained as part of that document.

## **Chapter 2**

### **Form of standard document**

#### **Standard documents to be in the form of a template**

- 9.(1) This rule is subject to rule 10.
- (2) Standard documents required to be delivered under this Part must be in the form of the template supplied for that purpose by the registrar.
- (3) Column 3 of the table in Schedule 3 identifies the templates to be used in respect of the legislative provisions listed in column 2 of that table. Where there is more than one template in respect of a legislative provision the title of the template will refer to the circumstances in which it is to be used.
- (4) The template for a standard ROE verification statement provided under regulation 6(3) of the verification regulations is embedded in the template for the standard ROE document to be used to deliver the relevant information being verified.
- (5) The data input fields that make up each template are specified by the registrar on the website at <https://find-and-update.company-information.service.gov.uk>. The arrangement and order of data input fields relative to one another within a template and the shape, size, colour and general appearance of a data input field are not matters specified by the registrar for the purposes of these rules.
- (6) The presenter must complete every data input field in a template unless the field is a non-mandatory one or there is otherwise no legal requirement or authority to provide the information requested.
- (7) The presenter must check and if necessary correct any prepopulated information in a data input field.

#### **Separate standard ROE verification statement to be in form of scanned PDF file**

- 10.(1) A separate standard ROE verification statement must be in the form of the proforma template specified in Schedule 4 which must be scanned and converted into a compatible PDF file.

## **Chapter 3**

### **Authentication**

#### **Authentication of standard ROE documents**

- 11.(1) This rule applies to every standard ROE document that is not a standard ROE verification statement.
- (2) The presenter must by way of authentication provide the registrar with the name and if required as a mandatory field the overseas entity ID of the overseas entity to which the document relates.
- (3) The presenter must by way of authentication provide the registrar with the authentication code of the overseas entity to which the document relates.

#### **Authentication of standard ROE verification statements**

- 12.(1) A standard ROE verification statement must be authenticated by providing:
- (a) the name of the overseas entity to which the statement relates; and
  - (b) the relevant person's agent assurance code.

## **Chapter 4**

### **Delivery and receipt**

#### **Manner of delivery: standard documents**

13. (1) This rule is subject to rule 14.

(2) To send a standard document other than a separate standard ROE verification statement the presenter must be on-line and logged into CHS.

(3) Subject to rule 13.(4) a standard document is sent when the presenter selects the “submit” radio button found at the end of the template.

(4) Where a standard document is a fee-bearing document that document is sent by selecting the “proceed to payment” radio button found at the end of the template and then completing the payment process so that payment of the fee is made to the registrar.

#### **Manner of delivery: separate standard ROE verification statement**

14.(1) A separate standard ROE verification statement is sent by uploading and attaching it to an email addressed and sent to the registrar at: [agentcode@companieshouse.gov.uk](mailto:agentcode@companieshouse.gov.uk).

#### **Receipt**

15.(1) A standard document that is not a separate standard ROE verification statement is received when it is given a “pre-queued” or “queued” status by the registrar.

(2) A separate standard ROE verification statement is received when the email referred to in rule 14.(1) is automatically logged as received by the registrar’s systems.

#### **Communications**

16.(1) Communication and notices from the registrar relating to or arising from the delivery of a standard document shall be sent in electronic form.

## **PART 3**

### **DOCUMENTS REQUIRED TO BE IN PAPER FORM**

#### **Chapter 1**

##### **General provisions**

#### **Protected documents must be sent in paper form**

17.(1) A protected document must be sent in paper form in accordance with the provisions of this Part.

#### **Chapter 2**

##### **Form of protected document**

#### **Use of a proforma**

18.(1) This rule is subject to rule 19.

(2) A protected document must be in the form of one of the proforma templates (“protected form”) specified in Schedule 5.

- (3) The proforma template for a protected ROE verification statement delivered under regulation 6(3) of the verification regulations is included in the protected form used to deliver the relevant information being verified.
- (4) When in the circumstances indicated on a protected form information is to be continued, it should be provided on the appropriate continuation form specified in Schedule 5 (“protected continuation form”). Where there is more than one protected continuation form the type of information to be continued determines which protected continuation form is to be used.
- (5) The legislative provision under which a protected form is delivered to the registrar is stated on that form.
- (6) The top of each protected ROE form or protected ROE continuation form refers to the circumstances in which it is to be used.
- (7) The presenter must complete every data input field in a protected form or protected continuation form unless the field is a non-mandatory one or there is otherwise no legal requirement or authority to provide the information requested.

#### **Purple or orange forms obtained from registrar**

- 19.(1) Protected forms and protected continuation forms must be purple and must be obtained from the registrar. Details about how to obtain a protected form or protected continuation form are available on the website.
- (2) The form entitled “Application by the relevant individual related to an Overseas Entity” must be orange and must be obtained from the registrar. Details about how to obtain a protected form or protected continuation form are available on the website.

#### **Barcodes**

20. (1) This rule applies to a protected form or protected continuation form.
- (2) A protected form or protected continuation form to which this rule applies must contain the barcode indicated on that form in Schedule 5.

#### **Use of black ink for text**

- 21.(1) Text inserted in a protected document be in black typescript or handwritten in black ink.

#### **Authentication**

22. (1) The protected documents specified in column 1 of the table in Schedule 6 must be authenticated in accordance with the requirements of column 2 of that table.

## **Chapter 2**

### **Manner of delivery and receipt**

#### **Delivery and receipt**

23. (1) In this rule a reference to a numbered column is a reference to a column in the table set out in paragraph (5).

(2) Protected documents can be delivered to the registrar by one of the means of delivery specified in column 1.

(3) The addresses applicable to each means of delivery are set out in column 2.

(4) A protected document is to be regarded as received by the registrar when it satisfies the criterion in column 3 which corresponds to the means of delivery and delivery address used for delivery of that document.

(5) In the following table- "Document Exchange" means the document exchange service provided by DX Network Services Ltd (company number 5023914); "opening hours", in relation to an address specified in the table, means the opening hours of Companies House at that address as specified from time to time on the website

[www.gov.uk/government/organisations/companies-house](http://www.gov.uk/government/organisations/companies-house)

(1) Means of delivery	(2) Address	(3) Receipt Criteria
By post	Companies House Crown Way Cardiff Wales CF14 3UZ	When handed over at a loading bay at Companies House, Crown Way, Cardiff
Delivery by hand	Companies House Crown Way Cardiff Wales CF14 3UZ	Delivery at any time to Companies House when put through the Post Box situated between the security gates at the main entrance at Companies House, Crown Way, Cardiff.
Document Exchange	Companies House DX 33050 Cardiff	When handed over at a loading bay at Companies House, Crown Way, Cardiff



## **SCHEDULES**

### **Schedule 1- Provisions conferring powers exercised in making these rules**

Section 1068(1) to (4) of the Companies Act 2006

Section 1068A(1) of the Companies Act 2006

Section 1071(2) of the Companies Act 2006

Section 1111(1) of the Companies Act 2006

Section 1117 of the Companies Act 2006

Regulation 3 of the delivery regulations

Regulation 4 of the delivery regulations

## **Schedule 2 - Defined terms used in this Volume of the rules and their meanings (rule 4.(1))**

“agent assurance code” means a code issued to a relevant person by application to the registrar (details of the application process are available on the website);

“authentication code” means a confidential code agreed by the overseas entity and the registrar;

“CHS” means the registrar’s on-line application programming interface gateway filing service of that name (also known as “Companies House Service”);

“compatible PDF file” means a file in portable document format;

“data input field” means-

- (a) a box or similarly delineated area visible in human readable form on a website the purpose of which is to capture information; together with
- (b) the descriptor text associated with the box the purpose of which is to signify the nature of the information required to be input into the box;

the “delivery regulations” mean the Register of Overseas Entities (Delivery, Protection and Trust Services) Regulations 2022;<sup>1</sup>

“digital codes” means agent assurance codes, authentication codes, presenter authentication codes, personal authentication codes, temporary identification numbers, temporary authentication codes and digital signatures as the case may require;

“document” means information required to be or authorised to be delivered to the registrar under an enactment;

“ECTEA” means the Economic Crime (Transparency and Enforcement) Act 2022;

“fee-bearing document” means a document for which a fee is payable in respect of it;

“overseas entity” has the meaning given in s2 ECTEA;

“overseas entity ID” has the meaning given in s5 ECTEA;

“proforma template” means form OE VF01

“protected continuation form” has the meaning set out in rule 15.(4);

“protected document” means a protected ROE document and/or a protected ROE verification statement as the case may be;

“protected form” has the meaning set out in rule 15.(2);

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<sup>1</sup> SI 2022/870

“protected continuation form” has the meaning set out in rule 15.(4);

“protected ROE document” means a ROE document required to contain information about one or more relevant individuals if at the time of delivery one or both of the following circumstances apply:

- (a) in relation to one or more relevant individuals, restrictions on using or disclosing the particulars of that individual or individuals in relation to the overseas entity are in force under regulations made under section 25 ECTEA;
- (b) in relation to one or more past relevant individuals, restrictions on using or disclosing the particulars of that individual or individuals in relation to the overseas entity are in force under regulations made under section 25 ECTEA and the fact that the individual has ceased to be a relevant individual in relation to that overseas entity has not yet been registered on the register of overseas entities by the registrar;

“protected ROE verification statement” means a ROE verification statement delivered in respect of relevant information contained in a protected ROE document;

“register of overseas entities” or “ROE” has the meaning given in s3 ECTEA;

“registrar” means the registrar of companies for England and Wales;

“relevant individual” means an individual who is or used to be-

- (a) a registrable beneficial owner in relation to an overseas entity; or
- (b) a managing officer of an overseas entity.

“relevant information” has the meaning set out in the regulation 5 of the verification regulations;

“relevant person” has the meaning set out in regulation 3 of the verification regulations;

“ROE document” means information required to be or authorised to be delivered to the registrar under Part 1 of ECTEA excluding information delivered in a ROE verification statement;

“ROE verification statement” means the information provided by statement pursuant to regulation 6(5) of the verification regulations;

“separate standard ROE verification statement” means a standard ROE verification statement provided under regulation 6(4) of the verification regulations;

“standard document” means a standard ROE document and/or a standard ROE verification statement as the case may be;

“standard ROE document” means a ROE document that is not a protected ROE document;

“standard ROE verification statement” means a ROE verification statement that is not a protected ROE verification statement;

the “verification regulations” mean the Register of Overseas Entities (Verification and Provision of Information) Regulations 2022;

“template” means all of the individual data input fields needed to deliver a specified document to the registrar;”

“website” means –

- (a) [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk);
- (b) [www.gov.uk](http://www.gov.uk) and any websites or web pages relating to HMRC’s online filing services or Companies House which are accessed through [www.gov.uk](http://www.gov.uk).

**Schedule 3 - Table specifying the standard documents that may be delivered to the registrar in electronic form**

Documents which may be delivered to the registrar in electronic form	Legislative provision(s) requiring or authorising the delivery of the document under the Economic Crime, Transparency and Enforcement Act 2022	Template to be used for CHS	Restriction or exclusion on the circumstances in which a standard document can be delivered
Registration of an overseas entity	Section 4 of the Economic Crime, Transparency and Enforcement Act 2022	Registration of an overseas entity - OE01	When document is required to be delivered on a paper form in accordance with rule 17(1).
Update statement of an overseas entity	Section 7 of the Economic Crime, Transparency and Enforcement Act 2022	Update statement of an overseas entity - OE02	When document is required to be delivered on a paper form in accordance with rule 17(1).
Remove an Overseas Entity	Section 9 of the Economic Crime, Transparency and Enforcement Act 2022	Remove an Overseas Entity - OE03	When document is required to be delivered on a paper form in accordance with rule 17(1).
OE VF01	Section 16 of the Economic Crime (Transparency and Enforcement) Act 2022 and The Register of Overseas Entities (Verification and Provision of Information) Regulations 2022.	See Schedule 4	The proforma contained in Schedule 4 must only be used when the filing to which it relates was delivered by someone other than the verifier.
Registration of an overseas entity (including an embedded regulation 6(4) statement)	Section 16 of the Economic Crime (Transparency and Enforcement) Act 2022 and The Register of Overseas Entities (Verification and Provision of Information) Regulations 2022.	Registration of an overseas entity - OE01	When document is required to be delivered on a paper form in accordance with rule 17(1).  If the document is not being submitted by the verifier.
Update statement of an overseas entity (including an embedded regulation 6(4) statement)	Section 7 of the Economic Crime, Transparency and Enforcement Act 2022	Update statement of an overseas entity - OE02	When document is required to be delivered on a paper form in accordance with rule 17(1).

			If the document is not being submitted by the verifier.
Remove an Overseas Entity (including an embedded regulation 6(4) statement)	Section 9 of the Economic Crime, Transparency and Enforcement Act 2022	Remove an Overseas Entity - OE03	<p>When document is required to be delivered on a paper form in accordance with rule 17(1).</p> <p>If the document is not being submitted by the verifier.</p>

**Schedule 4 - Proforma for separate standalone verification statement (Form OE VF01)  
which must be scanned and delivered by email to the registrar**

Document Name	How this document may be obtained
OE VF01: Overseas entity verification checks statement	By downloading the template from: <a href="http://www.gov.uk/guidance/agent-assurance-codes">www.gov.uk/guidance/agent-assurance-codes</a>

## Schedule 5 - Protected forms and protected continuation forms

Document Name	How this document may be obtained
OE01 (Protected): Application for registration of an overseas entity	On request from the Registrar
OE02 (Protected): Update statement of an overseas entity	On request from the Registrar
OE03 (Protected): Remove an overseas entity	On request from the Registrar
OE SR01: Application by the relevant individual related to an Overseas Entity	On request from the Registrar



**Schedule 6 - Registrar's requirements for the authentication of documents delivered under Part 1 ECTEA**

**Registrar's requirements for the authentication of a standard document**

Document Type	Persons permitted to authenticate	Method of authentication
Registration of an overseas entity - Form OE01	Managing officer, Agent	Printed name
Update statement of an overseas entity - Form OE02	Managing officer, Agent	Printed name
Remove an Overseas Entity - Form OE03	Managing officer, Agent	Printed name
Regulation 6(4) statement (Form OEVF01)	Agent	Printed name
Application by the relevant individual related to an Overseas Entity (Form OE SR01)	Managing officer, The relevant individual (or a person authorised to act on their behalf if they are a minor or lack capacity), A registrable beneficial owner who is the trustee of a trust (if the application concerns a beneficiary of this trust and they are a minor or lack capacity)	Printed name

**Registrar's requirements for the authentication of a protected document**

ROE form	Requirements as to authentication
Registration of an overseas entity - Form OE01 (Protected)	(i) Provision of overseas entity name; and (ii) Authentication on behalf of overseas entity in accordance with rule 4. and rule 19.(2) <sup>2</sup>

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Update statement of an overseas entity - Form OE02 (Protected)	(i) Provision of overseas entity name and overseas entity ID; and (ii) Authentication on behalf of overseas entity in accordance with rule 4. and 19.(2)
Remove an Overseas Entity - Form OE03 (Protected)	(i) Provision of overseas entity name and overseas entity ID; and (ii) Authentication in accordance with rule 4. and rule 19.(2).
Protected regulation 6(4) statement (Form OEVF01)	(i) Provision of overseas entity name; (ii) Provision of agent assurance code; and (iii) Authentication in accordance with rule 19.(2)
Application by the relevant individual related to an Overseas Entity	(i) Provision of overseas entity name; (ii) Authentication in accordance with rule 4. and rule 19.(2).