



Companies House

Annual report and accounts 2024 to 2025

For the period 1 April 2024 to 31 March 2025

Presented to the House of Commons pursuant to section 7 of the Government Resources and Accounts Act 2000.

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Chair's introduction

This Annual Report and Accounts reflects the closing point of Companies House's strategy for 2020 to 2025. It has been a period of profound change for the agency. The Economic Crime and Corporate Transparency Act 2023 brought new responsibilities as a more active gatekeeper of the UK's corporate registers. This period also saw the introduction of the Register of Overseas Entities, one of the first registers of its kind in the world, to improve transparency of assets held by overseas entities. Companies House has evolved to meet these new responsibilities, with enhanced capacity and capability within the organisation, and increased collaboration across government.

There is plenty to celebrate from the 2024 to 2025 financial year, which was the first full year of Companies House's expanded role. There is further reform to come, and the work of this year puts the agency in a strong position to deliver greater impact for customers and the economy.

As we publish this report and look ahead to a new strategy period for 2025 to 2030, I would like to thank Companies House staff for their continued commitment and hard work.

I also take this opportunity to congratulate former Chief Executive and Registrar for England and Wales, Louise Smyth. She has made an invaluable contribution to the agency in her eight years in post, and leaves Companies House poised to deliver ever greater benefits for customers and the wider economy.

John Clarke
Chair of Main Board
20 October 2025



Chief Executive's introduction

This was the first full year of Companies House deploying new powers to disrupt and prevent economic crime, by taking action against potential misuse of the companies register. These reforms are already making a real impact. In the last year, we used our powers to remove suspicious information and combat registered office abuse, impacting over 100,000 companies, including striking off companies where necessary.

Companies House data continues to be widely used by companies, creditors and investors, as well as journalists, civil society and law enforcement bodies, amongst others. Therefore, the integrity of our data is crucial. We have taken big steps in the last year to prepare for mandatory identity verification, integrating GOV.UK One Login to company filing services, and launching a new service for Authorised Corporate Service Providers to provide a third-party route to identity verification.

While implementing reforms has been a big part of our activity in the last year, our core Companies House services remain as important as ever. I am pleased that we have maintained our high customer satisfaction, and we strive to continue delivering high quality services, that will become increasingly efficient and digitally enabled over time.

I would like to thank our brilliant Companies House people, in Cardiff, Belfast and Edinburgh, for their hard work and dedication.

This is my final annual report as Chief Executive of Companies House and Registrar of Companies for England and Wales. It has been an honour and a privilege to lead Companies House through this period of significant change. I am proud of what we have achieved and am certain that everyone at Companies House will continue with the ambition to support economic growth and play a significant role in the fight against economic crime.

Louise Smyth

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales

19 September 2025



As Accounting Officer since September 2025, I have reviewed this report and received a formal letter of assurance from Louise Smyth regarding the accuracy and completeness of the information it contains. Based on that assurance and the external audit opinion, I am satisfied that the Annual Report and Accounts 2024 to 2025 accurately reflect the organisation's operations, performance and financial position for the reporting period.

I look forward to leading Companies House to deliver its priorities in the years ahead.

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales

30 October 2025



01

Performance report



Company name
Registered office address
Incorporation date
Company status

Advanced search function



Nature of business
Company type
Company subtype
Dissolved date



| Verify

Changes to UK
company law



Companies House





Purpose of the performance report

This report provides a review of our performance against our business plan 2024 to 2025.

Performance overview

This performance overview introduces Companies House, our strategy, and our performance highlights from 2024 to 2025. The board's assessment of risk is presented within the governance statement of the accountability report.

Who we are

Companies House is an executive agency, sponsored by the Department for Business and Trade (DBT). We hold the UK's register of companies and Register of Overseas Entities (ROE).

We drive confidence in the UK economy by promoting a transparent and accountable business environment. Use of our data informs business and consumer decisions, supports growth, and helps disrupt economic crime. We are a key contributor to the cross-government approach to preventing, detecting, and disrupting economic crime. We conduct intelligence analysis on the data we hold and proactively share information with trusted external partners.

We also have a well-regarded reputation on the global stage. We play an active role in the Corporate Registers Forum (CRF) and European Business Registry Association (EBRA): two of the leading international associations of business registries.

We employ 1,635 people on average in our UK offices as of 31 March 2025. We process company registrations for England and Wales in Cardiff. Registrations for Scotland and Northern Ireland are processed in Edinburgh and Belfast, respectively.



What we do

We are responsible for:

- incorporating, maintaining, and dissolving limited companies
- examining and publishing company information
- holding and maintaining the ROE, providing transparency about who owns land and/or property in the UK
- promoting corporate transparency

Further information on Companies House is available from [GOV.UK](https://www.gov.uk)

Corporate transparency and register reform

The Economic Crime and Corporate Transparency Act 2023 (ECCT Act) amended the Companies Act 2006 to reform Companies House's processes and furnish the registrars of companies with new statutory functions and objectives.

The registrars are now tasked with doing more to protect the integrity of the information on the register and seeking to prevent companies and others from carrying out unlawful activities. To support this, the ECCT Act equips them with new powers. This includes powers to query suspicious appointments or filings, request further evidence or reject filings.

We delivered the first phase of reforms on 4 March 2024. This implemented the systems, processes and organisational change needed to operate the new registrar's objectives and powers and administer new legal requirements for companies.



The registrar's objectives

When performing their functions, the registrars must seek to promote the following objectives:

- ensure that anyone who is required to deliver a document to the registrar does so (and that the requirements for proper delivery are complied with)
- ensure information contained in the register is accurate and that the register contains everything it ought to contain
- ensure that records kept by the registrar do not create a false or misleading impression to members of the public
- prevent companies and others from carrying out unlawful activities or facilitating the carrying out by others of unlawful activities



Our strategy

Companies House Strategy 2020 to 2025 sets out our purpose and vision:

To drive confidence in the UK economy and to be the most innovative, open, and trusted registry in the world, with brilliant services delivered by brilliant people.

Our strategic goals for 2020 to 2025 were:

1. Our registers and data inspire trust and confidence.
2. We maximise the value of our registers to the UK economy.
3. We combat economic crime through active use of analysis and intelligence.
4. Our brilliant services give a great user experience.
5. Our culture enables our brilliant people to flourish and drives high performance.
6. We deliver value through efficient use of resources.

As 2024 to 2025 is the final year of this strategy period, this will be our last annual report centred on those strategic goals. We will be publishing a new and ambitious strategy for the 2025 to 2030 period in due course. Our new strategy will set out our aims to support economic growth by improving corporate transparency and protecting businesses and individuals from harm. Our new strategy will shape our future annual plans and reporting around the objectives laid out there.

In this report, we have combined our commentary on activity that improved our register data quality and value. This approach avoids duplicating information, as activity in the year contributed to both strategic goals.



John Clarke

**Chair of Main Board
and Remuneration
Committee**



Louise Smyth
Chief Executive
and Registrar of
Companies for
England and Wales

**Aimee Symonds /
Sarah Bell**
Director of People

Charlie Boundy
Chief Data Officer

Jill Callan
Director of Customer
Service

Michelle Wall
Director of Finance
and Commercial

Martin Swain
Director of Intelligence
and Law Enforcement
Engagement

Robert McNeil
Director of
Transformation

Rohan Gye
Director of Digital
and Technology

Sarah Whitehead
Director of Strategy,
Policy and External
Communications



Performance highlights 2024 – 2025

UK register size
(as at 31 March 2025)

5.43
million

2023/24: 5.35 million

Incorporations

801,871

2023/24: 890,684

Dissolved companies

726,813

2023/24: 663,167

In liquidation

112,418

2023/24: 109,352

**Companies in course
of dissolution**

443,076

2023/24: 365,033

Companies restored

6,538

2023/24: 7,648

Register of Overseas Entities

32,054

2023/24: 30,776

**Paper purchase A4
ream equivalent**

3,599

2023/24: 3,174



Rate of confirmation
statements filed by
companies as at
31 March 2025

97.1%

2023/24: 97.3%

Number of times the register
data was accessed

16.3bn

2023/24: 16 billion

Rate of annual accounts
filed by companies as at
31 March 2025

98.5%

2023/24: 98.3%

Customer satisfaction

81%

2023/24: 82%

Total filings accepted
digitally

13.5
million

2023/24: 13.1 million

Total filings
accepted



14.7 million

2023/24: 14.3 million

Digital take-up



91.5%

2023/24: 92%

Service availability

99.98%

2023/24: 100%

More information on our annual statistics on companies is available from Companies register activities: [statistical release 2024 to 2025](#). This includes the number of incorporations, dissolutions and the total size of the Companies House register.



Performance analysis

Purpose

This section highlights achievements against our business plan and targets for 2024 to 2025. This is our final year reporting on our previous strategy. Future reports will reflect our strategic objectives for 2025 to 2030.

More information about Companies House reform and our intelligence and enforcement activity is published in the [Progress Report on the Implementation and Operation of Parts 1 to 3 of the Economic Crime and Corporate Transparency Act 2023](#).

Summary of performance results against our public targets

Our public targets reflect key commitments in our business plan, showing progress against our strategic goals.

Target	Output	Outcome	
Use our new powers to ensure companies on the register have a legitimate address – in particular, by taking action against identity and address theft	99.6% 'default address' cohort resolved; 92.8% PO Box cohort resolved.	Partially met	✓
Develop a strategic intelligence assessment to identify priority areas for action in the fight against economic crime, and act upon it	Strategic intelligence assessment published on GOV.UK 24 October 2024	Achieved	✓
Introduce the technical capability to verify an individual's identity by March 2025	Technical capability delivered	Achieved	✓
All incoming calls into our contact centre answered within an average of 4 minutes	1 minute 24 seconds	Achieved	✓



Target	Output	Outcome	
Digital services available for a minimum of 99.5% of the time	99.98%	Achieved	
80% of customers satisfied with Companies House	81%	Achieved	
Manage expenditure within budgetary limits and utilise central government funding	Small overspend in one delegation, agreed with DBT before commitment	Partially met	

The Government Internal Audit Agency (GIAA) have evaluated the effectiveness and accuracy of our reporting on key success indicators. They provided a ‘moderate’ audit opinion confirming the validity of Companies House reporting.

Risk management and assessment

Companies House Executive Board actively managed the principal risks and issues across the business. The board’s management and assessment of risk between 2024 and 2025 is presented within the governance statement of the accountability report.



Performance against 2020 to 2025 strategic goals

Our registers and data inspire trust and confidence, and we maximise the value of our registers to the UK economy.

Our 2024 to 2025 business plan focused on implementing the reforms under the ECCT Act and promoting the registrar's objectives to improve the overall quality of data on the registers.

The ECCT Act granted Companies House enhanced capabilities to be an active gatekeeper of the information on the registers. Throughout this year, we have used new powers to remove information from the register where appropriate. We have also introduced additional compliance measures to prevent the entry of inaccurate or fraudulent information in the first place.

We have introduced new data governance and quality frameworks to improve the integrity of data on the registers. These measures aim to increase trust and confidence in the registers and reduce harm to individuals, increasing the overall value of the registers to users.

Where we believe companies have been set up based on deliberately false, misleading, or deceptive information, we have started to use a new power which has enabled us to investigate, target and remove fraudulent activity more quickly. We have initially used this to target higher priority and larger cases. We expect to expand the use of this power where appropriate, to remove deliberately false information, minimising harm and maintaining the integrity of the register.

Improving the quality of data on the registers

We are committed to taking action against companies and individuals who fail to comply with legal requirements or submit false or misleading information for the purposes of committing fraudulent or criminal activity. Between 1 April 2024 and 31 March 2025, we queried or removed instances of false, misleading, or inaccurate information from the registers relating to 106,300 companies.



We set a target to use our new powers to ensure companies on the register have an appropriate registered office address, taking action against identity and address theft and reducing the risk of further criminality such as fraud. We identified 15,884 companies at the start of the year with a registered office address that was inappropriate or had been hijacked. By the end of the year, we resolved 99.6% of these cases by removing them from the register (or on the way to removal) or updating them to a legitimate address. At the start of the year, we also identified 2,041 companies using a PO Box as the registered office address, which is no longer permitted under the ECCT Act. By the end of the year, we resolved 92.8% of these cases, with ongoing enforcement action in progress for the remaining cases. We have categorised this target as ‘partially met’ because this enforcement activity is still under way.

We also introduced the first of several planned changes to enhance the confirmation statement that companies file annually. Over time, these changes will improve the accuracy of information we receive and the transparency of company information on the registers. From 4 March 2024, companies have been required to make a statement of lawful purpose and provide a registered email address. In enhancing this filing design, users are now compelled to check their information and make appropriate updates if required. As a result of these changes, we have been able to implement using the registered email address to contact companies about specific filings. We are also trialling email as a tool to increase a company’s compliance with its obligations.

As a result of new analytical techniques to better detect trends, and system improvements to identify suspicious transactions, we have prevented bad data from entering the register by rejecting over 10,200 suspicious applications. This has reduced the risk of harm through further criminal activities.

Protecting personal information

While transparency of the data on our registers is of paramount importance, it is also necessary to protect those whose data is particularly sensitive. In January 2025, we introduced the ability to apply for suppression of a registered address, where it is a residential address. There are further plans to enable suppression of date of birth, signatures, and business occupation, in specific circumstances. These measures are designed to protect individuals who are at personal risk of violence or intimidation.



Readiness for implementing identity verification

Our target was to introduce the technical capability to verify an individual's identity by March 2025. To achieve this, we integrated GOV.UK One Login into our services, providing a new way for users to sign in and access our services. Identity verification for individuals through GOV.UK One Login has been available on a voluntary basis from April 2025, prior to its mandatory launch later this year.

We launched a new service in March 2025 for firms to register as an Authorised Corporate Service Provider (ACSP), to conduct third-party identity verification for their customers. To become an ACSP, firms must be supervised by an anti-money laundering (AML) supervisory body in the UK. This service also enables us to monitor compliance, working with AML supervisors and the broader anti-economic crime ecosystem. By 31 March 2025, over 1,000 firms had registered as an ACSP.

Keeping our customers and stakeholders informed of changes

Driving improvement in the quality of our data requires changes from our users. This means that communicating with businesses about changes introduced by the ECCT Act has been an important theme of the last year.

We have published more than 170 updates on GOV.UK, sent newsletters to more than 593,000 subscribers, sent 100,000 emails directly to customers, and placed advertisements and advertorials in trade press. In October 2024, we held our inaugural annual stakeholder conference in London, followed by events in Belfast and Edinburgh. We have continued to manage our digital channels, including social media and websites, to support business readiness and encourage compliance. These channels have driven traffic to our [Changes to UK company law](#) campaign website, which remains the central hub for users and stakeholders. Our campaign website had been viewed over 503,640 times by 31 March 2025.



This campaign has achieved 3 significant outcomes through various activities across multiple channels:

1. Increasing awareness of the ECCT Act among business stakeholders from 22% to 40% (reaching 59% among finance professionals and 49% among legal professionals)¹.
2. Changing business attitudes to key reforms with support for identity verification increasing by 70 percentage points to 84%².
3. Building relationships with key stakeholders and partner organisations who now amplify messages about ECCT Act reforms through their established networks.

¹ YouGov B2B omnibus survey March 2025 of 1000 senior decision makers from Great Britain (excluding Northern Ireland) including micro, small, medium and large companies across a wide range of demographics including company age, size, industry, location plus demographics of respondent.

² YouGov B2B omnibus survey March 2025 of 1000 senior decision makers from Great Britain (excluding Northern Ireland).



We combat economic crime through active use of analysis and intelligence

Increased intelligence capability

The ECCT Act reforms gave Companies House more effective investigation and enforcement powers, as well as new powers to share data with law enforcement agencies and other government departments. We are one part of the anti-economic crime system and successful progress is dependent on strong collaboration between partners in both the public and private sector.

Growth in our Intelligence Hub and greater collaboration with partners enabled us to meet our target to publish our first Strategic Intelligence Assessment (SIA) in October 2024. This assessment provided an analysis of the priority threats we face in the fight against economic crime, with a particular focus on the abuse of UK corporate structures. We then developed a control strategy to address the threats identified in the SIA, which informs our intelligence and enforcement priorities.

While the SIA and control strategy informs our priorities, our enforcement policy published in September 2024 sets out how we will achieve those priorities. This includes a compliance framework which supports decision-making and provides guidance on appropriate actions, complemented by sound judgement. We regularly evaluate our policy framework to improve our compliance and enforcement methods.

Greater collaboration with partners

With our new powers, we have been able to collaborate more fully with partners including the National Crime Agency (NCA), His Majesty's Revenue & Customs (HMRC), Insolvency Service, and other partners. This has included placing staff in partner organisations to improve anti-economic crime efforts, enhance data flows, and support collaboration. This has resulted in Companies House making over 600 intelligence referrals to partner agencies during the last year.

We continue to work with the Insolvency Service on investigating company misconduct and prosecuting offences, resulting in the sharing of 138 intelligence cases to the Insolvency Service's new intelligence cell in the last year. We have improved focus on threats to the integrity of the register and facilitated the processes that lead to civil and



criminal enforcement. This collaboration has also helped identify joint opportunities for staff training and assessment, leading to better outcomes for both agencies.

Register of Overseas Entities (ROE)

The ROE forms an important part of the government's strategy to tackle global economic crime and prevent the misuse of UK property for illicit activity. We continue to scrutinise information on the ROE, working in partnership with the UK land registries and other agencies to identify those that have failed to comply with their obligations.

Regulations were also passed in the last year to allow trust information to be made available on application. These regulations maintain important protections for individuals who are at serious risk of violence or intimidation, are a minor, or are lacking in mental capacity. These individuals can now make an application for their information to remain private. The trust protection regime, implemented in February 2025, gives a 6-month period for applications before trust information will be accessible (on application) from August 2025.

ROE financial penalties

Serving notices and other legal documentation in overseas jurisdictions can be a lengthy and complex process. Addressing non-compliance can be made more difficult by inaccurate or insufficient address information, some non-compliant overseas entities no longer existing, or overseas entities failing to update their records with the UK Land Registries after a name change. As a result, Companies House may not be aware that a penalty notice has not been correctly served until a significant period after issue.

We have therefore paused the issue of new financial penalties while we strengthen our enforcement strategy. In the meantime, overseas entities that have not registered with Companies House, or have failed to comply with the updating duty, continue to face restrictions on selling, transferring, leasing or raising charges against their property or land. We are implementing robust procedures as part of a consistent and proportionate approach to enforcement. We are prioritising addressing existing unpaid penalties, with the aim of issuing new penalties thereafter. Where compliance with the regulatory requirements cannot be secured, Companies House may seek to enforce the debt through the courts. This may result in a charge being placed on the entity's property. More information on this is covered in the financial statement—see ROE performance on page 149.



Limited partnership (LP) reform

We have started to develop a service to enable LP reform in readiness for when new measures come into force under the ECCT Act. We will have new powers to operate a statutory compliance process, close and restore LPs, apply sanctions, and protect partners' information. This wider reform to LPs is linked to and dependent on delivering identity verification and other important changes. This is a complex area requiring secondary legislation, detailed guidance and development of our systems to ensure that legitimate users can continue to operate.



Our brilliant services give a great user experience

Brilliant customer services

We set 3 targets this year to track our delivery of brilliant services and user experience for our customers and met them all.

We answered calls to our contact centre within an average of 1 minute 24 seconds, exceeding our target of 4 minutes. We also exceeded our customer satisfaction target of 80%, recording a year-end result of 81% customers satisfied with Companies House.

We expect to see changes in how our customers want to interact with us. Technology is advancing and so are the ways our customers use it. We also anticipate growth in the volume and complexity of customer enquiries because of changes introduced by the ECCT Act, including mandatory identity verification.

We therefore completed an assessment last year to better understand which communication channels will enable our customers to reach the right support more quickly, reducing the burden on our customers to provide information multiple times. We expect to introduce new digital contact channels, including webchat and chatbot, to improve our customer experience in early 2026.

High-performing and accessible services

Our third target under this goal was to ensure our digital services are available for a minimum of 99.5% of the time. Our services were available for 99.98% of the time, exceeding our target, despite new and significant changes to services this year. We measure and monitor the performance of our digital web services using performance analytics.

We collect user feedback by embedding user surveys throughout our services. In 2024 to 2025 we collected and analysed more than 24,000 survey responses, of which more than 9,000 respondents agreed to join our user panel. We use this valuable feedback to inform future changes to our services.



This year, we carried out over 300 user testing sessions with a variety of experienced and novice users. Our user research methods include surveys, interviews, moderated and unmoderated testing on both new and existing services to drive continuous improvement. Examples of online services tested include 'Register as a Companies House authorised agent', 'Verify your identity with Companies House' and 'File your confirmation statement'.

As part of our user recruitment, we also conducted over 40 research sessions with users with cognitive and visual impairments, low digital literacy and low confidence. We also audited several services using the Digital Accessibility Centre. This was critical in ensuring that our services work for everyone.

We undertook and were successful at 3 service assessments, ensuring our services met the Government Service Standard. This included a successful live assessment of our services to 'Register an overseas entity and its beneficial owners, update or remove your overseas entity information'.

In January 2025, we successfully implemented a new accounts service to prepare for the future mandating of filing accounts by software only. This allows for multi-component accounts submissions to be prepared on software and submitted to us electronically for the first time.

Welsh language compliance

We continue to monitor our compliance against the Welsh Language Scheme through our Welsh Language Committee and Welsh Language Unit. This unit has improved our Welsh language customer experience and worked with other government departments to share knowledge and identify best practice. All new digital services are bilingual, and assessments are under way to implement this in existing services. The Companies House Welsh language monitoring report 2023 to 2024 was published on 29 April 2025.

Given the significant changes to our services driven by legislative change, the Welsh Language Unit is increasing its resources from 2025 to ensure services are delivered in Welsh and English. The Changes to UK company law campaign website is the first fully bilingual language site in government, with over 1,000 views.



Our culture enables our brilliant people to flourish and drives high performance

Employer brand and recruitment

We continue to recruit at pace, delivering 34% growth for the organisation in 2024 to 2025. Our ambitious growth plan placed capacity demands on our people to sustain high-volume recruitment. Labour market challenges around recruiting within the digital and technology profession impacted our ability to increase this growth further.

To address these challenges, we have reinforced our outreach network by establishing a dedicated function focused exclusively on this activity. This strategic investment aims to attract early talent through targeted development programmes. We designed these programmes to address the specific skills and needs of our increasingly complex and expanding organisation, broadening the talent pool for our future workforce.

We continue to strengthen our employer brand, positioning Companies House as an employer of choice. In the last year, our strategic campaigns highlighted our diverse and highly skilled professions, with a particular emphasis on digital, data and technology. Through these efforts, we showcased our inclusive culture and the benefits of working in the civil service. We promoted career and development opportunities at Companies House by featuring the inspiring journeys of our exceptional people, attracting future talent. Our efficient recruitment processes consistently ensured an excellent and timely candidate experience, while our commitment to fair and open competition for merit-based appointments has earned us a top-tier rating from the Civil Service Commission.

Alignment to government professions

We have made considerable progress in aligning roles within Companies House with a primary Government Profession. Additionally, we have launched a comprehensive effort to gather skills data using government frameworks and introduced a new skills tool, which we intend to implement fully across the organisation in 2025. The project delivery profession is spearheading this initiative, as demonstrated by their successful attainment of our first 8 accreditations through the Government Online Skills Tool (GOST).



Our culture

Our commitment to sustaining high levels of employee engagement remains strong, recognising the direct correlation of engagement with enhanced organisational performance. We continue to develop our culture to support our evolving structure and significant growth. We have worked with our colleagues to develop a new set of values and behaviours. Our culture framework will be instrumental in achieving our future strategic outcomes.

Data focused

In our business plan for 2024 to 2025, we committed to delivering foundational data training to our people. Over the year, we have initiated a data-driven culture across the organisation, creating a data community of practice to share knowledge and provide training across all directorates. We have improved our culture, data skills and knowledge scores in the government data maturity assessment by 0.16 and 0.21, respectively. We have established and embedded data roles and responsibilities into key areas, setting knowledge expectations for information asset owners, data owners, and data stewards. Additionally, we have developed learning paths aligned to critical register data areas, using internal sessions from our data community of practice and external resources.

One Big Thing

One Big Thing is an annual initiative where civil servants take collective action on one of the government's Modern Civil Service reform priorities.

This year, the focus was on innovation. The initiative aimed to promote continuous improvement and encourage colleagues to enhance service delivery to customers. Colleagues were invited to attend an 'Innovation Masterclass' to gain new skills for making small changes aimed at improving service delivery.

Gender pay gap

Gender pay gap legislation introduced in April 2017 requires employers with more than 250 employees to publish an annual gender pay gap report, showing the difference between average earnings of men and women employed by the organisation, expressed relative to men's earnings. Companies House gender pay gap and data report 2024 was published in March 2025.



Companies House is committed to ensuring fair treatment and rewards for all colleagues, regardless of gender. Intersectionality involving other protected characteristics, including age, ethnicity, religion or belief, sexual orientation and disability status is also considered when evaluating employee experience.

The equalities, diversity and inclusion (EDI) steering group, led by the executive diversity champion, worked strategically to monitor and implement our EDI strategy. It includes members from various networks and directorates and the trade union.

We have expanded our gender pay gap working group to examine the 'employee journey': reviewing recruitment campaigns, gender distribution, succession planning and perceived barriers to ensure all employees have opportunities to progress.

Pay and reward

Following the Cabinet Office 2024 pay guidance; we requested a pay adjustment totalling 5%. We secured funds for a consolidated pay increase, with those at the maximum of their pay scale receiving a slightly lower increase to narrow the span of our pay scales.

Our reward schemes received a high volume of nominations, and our employee benefits platform saw high engagement. We have continued to ensure colleagues know about their full benefits package through internal communications.

Employee experience

The 2024 Civil Service People Survey results showed increased employee engagement and satisfaction reflecting the impact of recent initiatives, and highlighted areas for improvement. Based on the feedback, we have continued to build on the action plan from the 2023 survey, aiming to sustain improvements and foster a more engaged workforce.



Corporate social responsibility

Our corporate social responsibility activity ensures that Companies House acts on its commitment to being a responsible business.

Companies House staff can volunteer up to 3 days annually, enhancing wellbeing, team connections, and a sense of achievement by supporting local communities and causes. In 2024 to 2025, 215 colleagues volunteered 1,850 hours locally. We raised £3583.05 for local charities, including £953.64 for a greyhound rescue charity that visited our site to explain how they use donations.



We deliver value through efficient use of resources

Financial funding and fees model

Our activities and services are largely funded through fees. Where service charges are in operation, they are set on a cost recovery basis in line with Managing Public Money.

In the last year, we revised our fees to ensure adequate funding to deliver our expanded remit because of the ECCT Act. The new fees came into force on 1 May 2024.

Monitoring efficiencies

We set ourselves a 4% efficiency target based on the previous year's controllable spend. By 31 March 2025, we had delivered 4.1% of efficiencies. To support us in achieving this target, we adopted the Government Efficiency Framework, which provided a structured approach to identifying savings and consistency in reporting standards.

We achieved the largest efficiency savings through our estates strategy, which focused on efficient use of space. This year we completed our Belfast estates move to Erskine House, the UK Government Hub in Belfast. We have also been preparing for the future relocation of our Cardiff office, identifying the footprint and requirements we need for our efficient operations, as well as engaging with colleagues to prepare them for the change.

Additionally, we improved access to essential data that our colleagues need to carry out their roles and streamlined processes through automation.

Delivering better procurement across the public sector

A high-quality commercial function is critical for maintaining the essential operation and functioning of Companies House. It ensures compliance, legal integrity, affordability, and value for money in change initiatives. The commercial team provides assurance and facilitates delivery.

Over the last year, commercial activity supported by the team increased, with influenceable spend rising by 47% to reach £68.5 million. Assessment against Government Commercial Functional Standards GovS:008 improved from 22% in 2020



to 74% in 2024 to 2025, with Companies House earning recognition as one of the top 3 government performers by the Cabinet Office.

The new Procurement Act (PA2023) regime went live on 24 February 2025, requiring us to make changes in working methods, systems, processes, and policies. Aligned with our business plan, we prioritised our approach to meeting PA2023 obligations and supported stakeholders through the changes to ensure compliance and seize new opportunities.

Social and economic value that supports the government's missions

We comply with the new National Procurement Policy Statement to promote social and economic value throughout our commercial activities. We continue to maintain high standards of integrity, ethical conduct, and environmental sustainability in business practices from our suppliers in their delivery of our contracts.

Maximising procurement spend with small and medium-sized enterprises (SMEs) and voluntary, community and social enterprises (VCSEs)

We publish an overview of our potential commercial activity each year, for transparency and to foster a more diverse supply chain including SMEs and VCSEs. We are required to report statistics quarterly to our sponsor department, DBT, on our spend with SMEs.

Our organisational spend has significantly increased year on year due to increased transformational activity, and some of the larger contracts for transformation have impacted the percentage spend with SMEs. Our annual SME spend in 2024 to 2025 was £4,661,492, equating to 9% of our spend (compared to 14% in 2023 to 2024). While SMEs have had the opportunity to bid, they have not subsequently won contracts.

Meeting the government minimum security standards

We have continued to develop our innovative security capabilities to ensure we remain responsive to the changing risk landscape for government. We have also further embedded our strategic relationships with wider government and partners in support of this goal.



In December 2024, we achieved a positive outcome on the Departmental Security Health Check (DSHC). The Government Security Group (GSG) recognised our efforts in achieving this result. Allied to this effort, we continue to be certified to International Standard Organisation (ISO) 27001 and Payment Card Industry Data Security Standard (PCI DSS).

Operationally, we have continued to invest in the expertise and talent of our security professionals through further recruitment, training, and capability development. In 2024, we introduced a Cyber Security Delivery Partner contract to augment and enhance our security capabilities.

AI adoption plan

The latest tools and technology, including artificial intelligence, present a range of opportunities for higher productivity in delivering our services and more satisfying roles for our people. We have already made progress in exploring the diverse application of AI tools, including participating in a cross-government trial of Microsoft Copilot, the use of coding assistants, advanced analytics, machine learning and an avatar video creation platform.

We have produced an adoption plan which sets out where we anticipate AI can help to improve customer service and realise efficiencies. This adoption plan aligns with the government's [AI Opportunities Action Plan - GOV.UK](#), which details how to safely harness AI to improve public services and drive growth.



Companies House on the international stage

Corporate Registers Forum (CRF)

We continued our leadership of the global body of business registers, with our CEO holding the presidency and our Head of International in the role of General Secretary, allowing us to influence and improve standards across the world.

In November we played a leading role in the annual conference in Qatar, where our Chief Data Officer and Director of Intelligence and Law Enforcement presented on data and our strategic intelligence assessment, showcasing the ECCT Act and helping set new global standards. Our Head of International also chaired the first in-person meeting of the Global Beneficial Ownership working group in Qatar, and its first hybrid meeting in Malta in March 2025.

European Business Registry Association (EBRA)

In the summer of 2024, EBRA elected our Director of Strategy, Policy and External Communications to its Board. This provides the UK with a strong voice and maintains vital links with European partners, helping to set the strategic direction of the association. Both our Director of Strategy, Policy and External Communications and our Head of International have presented updates on the ROE and the ECCT Act to EBRA's Beneficial Ownership and Company Law working groups, sharing best practice, building partnerships, and improving standards.

Bilaterals

We have collaborated extensively with a wide range of governmental and non-governmental international partners to share and exchange knowledge and experiences and enhance service improvements.

Business Registry Insights (BRI)

The Head of International is a member of the BRI working group. BRI produces detailed survey reports on topics including penalties and fees, using data from approximately 100 registries worldwide for benchmarking, comparison, and service enhancement.



Financial performance

Expenditure

HM Treasury (HMT) has a constitutional role in controlling public expenditure. Government departments and their executive agencies need HMT consent before undertaking expenditure or committing to spending.

All legislation that affects spending must have the support of the Treasury before it is introduced. Policy decisions with financial implications must be cleared with the Treasury before they gain approval by the Cabinet.

How expenditure is presented

We report expenditure in the financial statements, in the statement of comprehensive net expenditure (SoCNE). This is prepared in accordance with the Government Financial Reporting Manual which is based on International Accounting Standards (IAS) and is explained in more detail in the Financial Statements Note 1 accounting policies.

Overview of expenditure in 2024 to 2025

We set ourselves the target of managing expenditure within budgetary limits and utilising central government funding. We have categorised this target as 'partially met' because there was a small overspend in one delegation; this was agreed with DBT in advance.

Central funding supports services which cannot be funded through fees (such as enforcement activity), or where best public value is dependent on not charging fees (including some ways of searching the register). We pay all penalties collected in respect of company accounts filed late to HMT.

Expenditure on services and transformation activity is not funded through fees, Companies House agrees a budget with DBT as part of the spending review. The budget is agreed in accordance with HMT's consolidated budgeting guidance, which differs in several respects from the accounting basis referred to above. It is against these limits that Companies House is held accountable for its performance and use of taxpayers' funds.



HM Treasury sets the budgetary framework for government spending. The total amount a department spends is referred to as the total managed expenditure (TME), which is split into:

- annually managed expenditure (AME)
- departmental expenditure limit (DEL)

Annually Managed Expenditure, or AME, is more difficult to control as it is spent on activities which are demand-led in a way Companies House cannot predict. Companies House, alongside DBT, monitors AME forecasts closely and updates them annually.

HMT sets firm limits for DEL budgets, as DEL budgets are understood and controllable. The limit is set during a spending review which typically occurs every 3 to 5 years. DEL budgets are classified into Resource and Capital.

Summary of Companies House's expenditure in 2024 to 2025

	2024/25 Budget £000s	Actual £000s	Variance £000s	2023/24 Actual £000s
Resource DEL	(3,732)	(22,431)	(18,699)	28,207
Capital DEL	19,600	19,622	22	17,930
Total DEL	15,868	(2,809)	(18,677)	46,137
Resource AME	-	103	103	(712)
Capital AME	478	(331)	(809)	457
Total AME	478	(228)	(706)	(255)

This table is not a replica of the SoCNE reported in the accounts. The headings used in this table reflect budgetary classifications used within Companies House.



Statement of comprehensive net expenditure

In the 2024 to 2025 financial year, the size of the effective register fell by 0.08% (compared to the size of the effective register in 2023 to 2024).

Companies House reviewed its fees in 2024 due to rising costs. These costs include funding work with the Insolvency Service and implementing new legislation to tackle economic crime (the ECCT Act).

The new, higher fees came into effect in May 2024. As a result, Companies House generated £220.3 million in income during 2024 to 2025, compared to £90.5 million the previous year.

Of this income, £16.5 million was used specifically to issue penalties and pursue sanctions against companies that do not follow the rules. This work is funded on a cost-recovery basis, meaning the fees charged cover the actual costs of the work.

Companies House operating expenditure in 2024 to 2025 totalled £197.9 million (compared to £120.8 million in 2023 to 2024).

During the year, staff costs increased by £14 million to £88.8 million (from £74.8 million in 2023 to 2024), as the number of people we employ increased to 1,866 by 31 March 2025 (from 1,397 as at 31 March 2024).

Non-staff operating expenditure increased by £65.9 million from last year to £109.1 million (compared to £43.2 million in 2023 to 2024). The largest increase of £52.1 million was attributed to ECCT Act investigation and enforcement activities undertaken by the Insolvency Service, which since May 2024 are funded via Companies House fees.

Performance in departmental resource expenditure against budget resulted in an underspend of £18.7 million. This was primarily due to an underspend on anticipated staff costs of £10.1 million across Companies House and the Insolvency Service, where there were unexpected delays in recruitment due to an ambitious growth plan.

Additionally, there was a material underspend across two projects totalling £4.9 million:

- completion of work ahead of time and under budget (£2.9 million)
- a delay in project initiation (£2 million)

We saw a financial underspend of £1.5 million due to a pause on the issuing of new financial penalties against the ROE while we strengthen our enforcement strategy and procedures.



Finally, there was an overperformance against the cash-releasing element of the efficiency target of £1.5 million (delivering a cash-releasing efficiency of £3.9 million against a planned £2.4 million).

The figures discussed above focus on material variances, there are several smaller variances which total £0.7m

Depreciation and amortisation decreased by £0.1 million to £7.7 million on the previous year (compared to £7.8 million in 2023 to 2024).

Statement of financial position

Capital was underspent by £809,000, which was due to having AME budget coverage in case there was a requirement to create a dilapidation provision for the leases with the Government Property Agency (GPA). We have had confirmation this is not required.

Against the Capital DEL budget there was an immaterial overspend of £22,000. We sought approval from DBT before committing to this spend.

The statement of financial position at March 31, 2025, has a total balance of taxpayers' equity of £90.1 million (compared to £47.1 million in 2023 to 2024).

During the year the gross book value of intangible assets has increased by £15.4 million—from £114.4 million to £129.8 million—due to our transformation activity. Of these assets, £23.3 million is currently held in assets under construction as we approach several legislative launch dates.

Companies House had a total cash balance of £50.9 million as at 31 March 2025 (compared to £33.8 million in 2023 to 2024). This is following £21.2 million of cash drawn down from DBT during the year (compared to £40.3 million in 2023 to 2024), to fund working capital and more specifically transformation at Companies House.



Late filing penalties (LFP)

The purpose of the late filing penalty (LFP) scheme is to promote the timely delivery of accounts to Companies House. Penalties were first introduced in 1992 in response to increasing public concern about the number of companies that failed to file their accounts on time or at all. It was thought that the prospect of incurring a penalty would be an incentive for companies to file on time. Expenditure for the LFP scheme activity is not funded through fees but is agreed with government as part of the spending review. Penalties collected in respect of company accounts filed late with Companies House are paid entirely to HM Treasury. During the year £15.4 million (2023 to 2024: £9.7 million) was provided by DBT to enable the continued pursuit and handling of appeals and debt collection relating to the penalties issued due to the late filing of annual accounts. Further detail on Companies House resourcing is available within the Trust Statement in this report.

Civil sanctions (financial penalties)

Through the Economic Crime (Transparency and Enforcement) Act 2022 and the ECCT Act 2023, which received Royal Assent on the 15 March 2022 and 26 October 2023, the government has reformed the role and the powers of the Registrar of Companies House to tackle economic crime and improve transparency over corporate entities. This has resulted in the creation of the ROE increased the scope of criminal offences and introduced a sanctions regime for non-compliance with the reforms. A civil sanction involves the registrar issuing a financial penalty as an alternative to criminal prosecution. This income is now reflected in the Trust Statement alongside the late filing penalties scheme (LFP).

Expenditure for the civil sanction scheme activity is not funded through fees but is agreed with government as part of the spending review. Penalties collected in respect of non-compliance with the new powers and reforms adopted by Companies House are paid entirely to HM Treasury.

During the year £0.6 million (2023 to 2024: £0.2 million) was provided by DBT to enable the pursuit and handling of appeals and debt collection relating to the penalties issued due to non-compliance with registering and updating the ROE.

Further detail on Companies House resourcing is available within the Trust Statement in this report.



Performance in other areas

Complaints

We make our [complaints procedure](#) publicly available to ensure transparency and to guide how we manage customer concerns effectively. Our aim is to resolve each complaint in a way that is fair and satisfactory for the customer.

We analyse and share insights from the complaints we receive, using them to highlight areas where we can enhance our service. Where our customers are dissatisfied with our decision, they have the right to seek further independent scrutiny by the Adjudicator's Office or ultimately the parliamentary ombudsman.

In 2024 to 2025, 18 cases were referred to the independent complaint adjudicators. Of these, 2 were upheld by the adjudicator, 6 were partially upheld and 10 were not upheld.

The independent complaint adjudicators only accept complaints that have been through our complaints procedure. We aim to answer all formal complaints via enquiries@companieshouse.gov.uk within 10 working days. Only a small percentage of complaints we receive are escalated to the independent complaint adjudicators.

Freedom of Information Act

In 2024 to 2025, the Information Commissioner's Office (ICO) contacted Companies House to assist their investigations into complaints relating to 3 Freedom of Information (FOI) requests and 2 data protection complaints. The ICO supported our position in all cases, with no further action required.

There was 1 further FOI case which was considered by the First-Tier Tribunal (General Regulatory Chamber: Information Rights) regarding an appeal brought against a decision of the Information Commissioner in support of Companies House to withhold information. The Tribunal found that the public-interest balance weighed overwhelmingly in favour of withholding that information.

We responded to 832 FOI requests this year. 755 requests were responded to within the 20-day deadline. Fifty-seven of the remaining 77 received a substantive response within a calendar month.



Sustainability report

Mitigating climate change and Greening Government Commitments

The Department for Energy Security & Net Zero (DESNZ) is responsible for ensuring the UK is on track to meet its net zero target and coordinating net zero objectives across government.

The Department for Environment, Food & Rural Affairs (Defra) is responsible for improving and protecting the environment. It manages severe threats to the UK including flooding, air quality, and plant and disease outbreak, and has responsibility for adapting the UK to climate change.

All government departments are responsible for applying statutory environmental principles to their policy work and the Greening Government Commitments (GGCs) provide a framework for government departments to reduce their impacts on the environment.

Companies House transferred its Crown Way building to the GPA on 1 April 2024. We continue to work with the GPA to minimise negative impacts on the environment and improve performance against the GGCs.

The GPAs strategic objective to contribute to the achievement of net zero carbon by 2050, supports the government commitment to a 50% reduction in carbon emissions across the Public Estate by 2032. To support this objective, the GPA has established a Net Zero Programme for the whole Government Office Portfolio.

Task force on climate-related financial disclosures (TCFD)

Our plans to report on climate-related financial disclosures are consistent with HMT's TCFD-aligned disclosure application guidance, which interprets and adapts the framework for the UK public sector.

We have commenced the work this year to integrate climate-related risks and opportunities within our governance and assurance processes and have begun assessing and managing climate-related risks as part of our corporate risk framework. We continue to build our understanding of how significant climate-related risks (and opportunities) may affect our organisation's operation, strategy, and financial planning over the short,



medium, and long term. The government also recognises that the UK will need to adapt and the next climate strategy and Defra's next round of commitments for 2025 to 2030 will inform our work in this area.

Companies House Executive Board is alert to any significant climate-related changes in our corporate risks. Our Audit and Risk Assurance Committee also has oversight of all corporate risks, as outlined in the risk management framework section in the accountability and governance report. We do not currently consider climate to be a principal risk as environmental risks are not expected to critically impact our ability to deliver our strategic goals, over the short term. This annual report and accounts is the last within our 2020 to 2025 strategy period.

During 2023 to 2024, the GPA completed a climate change adaptation risk assessment and outline climate change adaptation action plan. This work has followed the Office for Government Property Framework. A strategy document setting out the outcomes from this work has also been completed. Using the framework ensures the GPA is taking a similar approach to other government property organisations and embeds the findings and approach from the UK Climate Change Risk Assessment. Companies House look to incorporate the findings on the risk of flooding and power outages into our business continuity plans.

Transferring our Crown Way building to the GPA and moving our Belfast office to the UK Government Hub have significantly streamlined our estate during this strategic period. We have reduced our overall greenhouse gas emissions (Scope 1, 2 and 3) by 85% in 2024 to 2025 from our 2017 to 2018 baseline (see GGC's metrics and targets below), exceeding the expected 62% reduction target by 2025. We have reduced our direct greenhouse gas emissions (Scope 1) from the estate and operations by 70% in 2024 to 2025 from our 2017 to 2018 baseline, exceeding the expected 30% reduction target by 2025.

We currently use our environmental sustainability performance data to assess climate-related risks and opportunities in line with our 2020 to 2025 strategy and risk management process and follow the GGC reporting methodology verified by Defra.

We are developing a new approach to performance measurement and reporting aligned to Companies House strategic objectives for 2025 to 2030. We will report on progress against our new performance framework and the next round of GGC commitments for 2025 to 2030, which apply from April 2025 in our annual report and accounts from 2025 to 2026 onwards.



Companies House environmental policy

The GPA now has responsibility for all environmental operational procedures for the Cardiff office. Although the day-to-day management of these procedures is no longer the responsibility of Companies House, our executive team is keen to ensure that environmental management remains high on our agenda. The impacts of our day-to-day operations on the natural environment are addressed through our environmental management system (EMS), which is still used to monitor environmental performance at Crown Way, Cardiff, and to minimise any risks identified as part of our operations.

While we have a relatively low environmental impact, the goals and objectives of our EMS are aligned to GGC targets, and specific activities and milestones are identified to meet them. We will continue to identify efficiencies and implement improvements where possible and will ensure that any risks of negative environmental impact are effectively managed.

We are committed to sustainable development and work hard to continually reduce the effects of our activities on the global and local environment. [Companies House Environmental Policy](#) was last updated and published on 20 May 2025.

Since 2002, Companies House has been certified to the International Environmental Management Standard ISO 14001.

GGC targets and outcomes

We continue to make positive progress against the GGC targets. The following table shows a summary of performance in 2024 to 2025, and measures are reported against a 2017 to 2018 baseline.³

³ It should be noted that a reduction of staff onsite, since the COVID pandemic has been a factor in the rate of reduction.



GGC targets by March 2025		Outcomes 2024/25
GHG emissions		
Overall emissions—62% reduction		85% reduction
Direct emissions—30% reduction		70% reduction
ULEV ⁴ —25% of fleet by 31 Dec 2022	No central car or van fleet to report against this target	
Domestic flights—reduce emissions by 20%		25% increase
Waste		
Overall waste—20% reduction		82% increase
Landfill—reduce to less than 5% of overall waste		0% of overall waste
Recycling—increase to 70% of overall waste		97% of overall waste
Remove consumer single-use plastic items		2,694 items procured
Measure and report on food waste by 2022		1 tonne
Paper use—reduce by 50%		63% reduction
Water		
Usage—reduce by 8%		77% reduction

⁴ Ultra-low Emission Vehicle: less than 50g CO² per km.

Greenhouse gas emissions

Emissions	2024/25 Tonnes CO ₂ e	2023/24 Tonnes CO ₂ e	2022/23 Tonnes CO ₂ e	2021/22 Tonnes CO ₂ e	2020/21 Tonnes CO ₂ e	GGC reporting baseline 2017/18 Tonnes CO ₂ e
Scope 1⁵	34	148	66	117	171	115
Scope 2⁶	172	602	605	723	826	1,499
Scope 3 (Transmission loss of electricity)⁷	0.1	52	55	64	71	140
Scope 3 (Official business travel (rail, taxi, air, underground—all offices)⁸	71	38	26	0.4	-	78
Total GHG emissions⁹	277	840	752	904	1,068	1,832

Factors contributing to our reduction in greenhouse gas emissions include:

- a reduction in our footprint and office space in our Cardiff and Edinburgh offices
- improved IT practices and technology, introducing more energy efficient monitors and laptops
- cloud migration reducing the demands on our cooling systems in our data centres
- the installation of LED lighting across 85% of the building
- the introduction of modern hydro taps in our kitchens, which provide instant hot running water without needing to boil kettles

⁵ **Scope 1:** direct emissions from sources owned or controlled (gas, biomass, fuel for fleet, and fugitive emissions). Biomass information to be included in Scope 1 from 2022/23. Only includes 29.6% for the building due to partial occupation. Biomass boiler was down during 3 separate months, during the 2023/24 reporting period and repairs took longer than anticipated, negatively impacting our scope 1 emissions for this period.

⁶ **Scope 2:** indirect emissions from consumption of purchased electricity or sources of energy generated upstream (offsite electricity generation).

⁷ **Scope 3:** transmission loss of electricity and official business travel.

⁸ Includes domestic and international travel emissions. But only domestic business travel is measured in GGC emissions reduction target, in the GGC targets and outcomes above. For a breakdown of domestic and international travel, see travel data below.

⁹ Totals may not sum due to rounding.

Greenhouse gas emissions—financial information

Greenhouse gas emissions						GGC reporting baseline 2017/18 £'000
	2024/25 £'000	2023/24 £'000	2022/23 £'000	2021/22 £'000	2020/21 £'000	
Scope 1 (Gross expenditure on the purchase of energy (gas and electricity) ¹⁰)	281	865	687	623	613	562
Official business travel (Rail, hire cars, taxis, air, and fuel)	172	96	54	1	-	198
Total expenditure (On reported areas of energy)	453	961	741	624	613	760

Energy usage

Energy use						GGC reporting baseline 2017/18 kWh'000
	2024/25 ¹¹ kWh'000	2023/24 kWh'000	2022/23 kWh'000	2021/22 kWh'000	2020/21 kWh'000	
Gas ¹²	131	785	330	582	857	530
Electricity: renewable	-	-	-	-	-	-
Electricity: mains standard ¹³	839	2,935	3,129	3,404	3,541	4,263
Total related energy use	970	3,720	3,459	3,986	4,398	4,793

¹⁰ Includes electricity and gas usage for Cardiff and electricity only for Q1 and Q2 for the Belfast office.

¹¹ Figures for the Cardiff office account for 29.6% of the building in 2024-25 due to partial occupation.

¹² Gas usage is included for the Cardiff office only. The gas that serves the Cardiff office is supplemented by our biomass heating boiler, during the Autumn / Winter months to provide heat to our building. The biomass boiler was initially installed in 2012 and uses wood pellets (sustainable heating source) which has helped to reduce our reliance on fossil fuels for heating.

¹³ Electricity usage includes the Cardiff office, and Q1 and Q2 for the Belfast office.



Travel emissions

Travel	2024/25 CO ₂ e	2023/24 CO ₂ e	2022/23 CO ₂ e	2021/22 CO ₂ e	2020/21 CO ₂ e	GGC reporting baseline 2017/18 CO ₂ e
International travel						
Long-haul air travel	14.42	-	16	-	-	12.46
Short-haul air travel	6.03	6.89	1.42	-	-	6.22
Domestic travel						
Domestic air travel	36.13	24.19	5.70	0.21	-	28.82
Rail	32.81	5.29	2.05	0.18	-	11.40
Bus/Coach ¹⁴	-	-	-	-	-	-
Taxi	1.53	1.11	0.42	0.05	-	18.69
Private vehicle (staff owned or hire vehicles)	3.75	1.15	0.89	0.15	-	5.22
Total emissions from travel¹⁵	94.67	38.63	26.48	0.59	-	82.81

Air travel	2024/25 Km	2023/24 Km	2022/23 Km	2021/22 Km	2020/21 Km	GGC reporting baseline 2017/18 Km
Domestic travel	133,314	89,254	23,196	865	-	166,797
Short haul	32,616	37,260	9,266	-	-	32,294
Long haul	55,466	-	82,845	-	-	55,014
Total distance travelled	221,396	126,514	115,307	865	-	254,105

¹⁴ Data not available for bus/coach travel.

¹⁵ Totals may not sum due to rounding. Companies House adhered to our core department's travel policy.

Waste

Minimising waste and promoting resource efficiency	2024/25 ¹⁶ Tonnes	2023/24 Tonnes	2022/23 Tonnes	2021/22 Tonnes	2020/21 Tonnes	GGC reporting baseline 2017/18 ¹⁷ Tonnes
Recycled/reused	426.2	87.5	105.4	105.9	60.8	151.9
ICT waste	6.5	5.4	7.3	-	-	2.5
Composted/food waste	0.8	3.1	4.2	4.3	6.4	10.8
Incinerated	8.0	36.2	35.4	31.4	29.4	49
Waste to landfill ¹⁸	-	-	-	-	0.1	28.8
Total waste arising¹⁹	441.5	132.2	152.3	141.6	96.7	243.0

We actively encourage colleagues to use the correct bins to separate waste and prevent contamination. Across our offices, we provide many different waste collection bins which are marked to show what waste should be placed in which bin.

Throughout the year, we issued communications to colleagues about the importance of responsible waste management and how they can apply the waste hierarchy (reduce, reuse, recycle). This strategic approach promotes environment friendly practices and reduces our impact on the environment.

Food waste

We have reduced our food waste from a 2017 to 2018 baseline of 11 tonnes to 1 tonne in 2024 to 2025. We have achieved this primarily through the reduction of our office space and hybrid working. For our Cardiff office, we also have an arrangement with Cardiff City Council to ensure that all food waste from our staff restaurant is reused as animal feed.

¹⁶ Figures from 2024-25 account for 29.6% of the Cardiff office due to partial occupation. Limited waste data is available for the Edinburgh, Belfast, and London offices as this is mostly managed through service charges, but where data is available it has been included in totals. The reason for the significant increase in recycled/reused waste, during the reporting period, can be attributed to the removal of company records for dissolved companies, which are no longer required, to comply with GDPR legislation.

¹⁷ Figures for 2017-18 include the Cardiff office only.

¹⁸ The baseline for waste to landfill in 2017-18 was 29 tonnes. Since 2020-21, no waste has been sent to landfill.

¹⁹ Totals may not sum due to rounding.



Since 1 April 2024, the staff restaurant in the Cardiff office has been managed by the GPA's catering supplier.

Removing consumer single-use plastic (CSUP)

We continue to monitor the procurement of consumer single-use plastics purchased in the staff restaurant. During the reporting period, 2,694 individual single-use plastic items were procured, which is an increase from 2,431 in the previous year. This can be attributed to the increased footfall of staff onsite.

The staff restaurant's customer loyalty scheme continues to incentivise users to purchase reusable plastic items (cups, water bottles, cutlery), reducing the amount of single-use plastic items we provide.

Paper usage

Reduce paper use by at least 50% from a 2017 to 2018 baseline	2024/25 A4 ream equivalent	2023/24 A4 ream equivalent	2022/23 A4 ream equivalent	2021/22 A4 ream equivalent	2020/21 A4 ream equivalent	GGC reporting baseline 2017/18 A4 ream equivalent
Paper procured ²⁰	3,599	3,174	2,681	6,111	6,015	9,695

We have made a conscious effort to reduce our paper usage year on year. However, changes to some working procedures have increased our paper consumption. We will continue to monitor this and make efficiencies where possible. The migration of services to a digital platform and ongoing printer reduction in our offices will help to reduce overall consumption.

²⁰ A3 reams have been included as equivalent to two A4 reams.



Water usage

Reducing our water use by at least 8% from a 2017 to 2018 baseline	2024/25 m ³	2023/24 m ³	2022/23 m ³	2021/22 m ³	2021/21 m ³	GGC reporting baseline 2017/18 m ³
Water consumption ²¹	2,123	6,499	5,843	3,485	5,622	9,229

As we continue to embed hybrid working practices, we encourage colleagues attending our Cardiff office to be water smart and only use the water they need. We have fitted most kitchens across our premises with modern, energy saving hydro-taps, which provide the required amount of instant hot or cold water.

In recent years, we have fully replaced the waterpipe infrastructure that serves our Cardiff office. This has significantly reduced the risk of any potential water leaks, which has a financial and environmental benefit.

Procuring sustainable products and services

Achieving value for money is always the overarching priority in public procurement. This must include consideration of outcomes and quality to avoid waste from low-value, poor-quality bids. This means optimising the use of public funds by balancing effectiveness, efficiency, and economy over the life cycle of a product, service or works to achieve the intended procurement outcomes. It also includes the consideration of wider socio-economic and environmental benefits and impacts.

The Public Services (Social Value) Act 2012 calls for all public sector organisations to consider economic, social, and environmental wellbeing in connection with public services contracts. Central government bodies must consider sustainability in their procurement policies and procedures. The government expects the highest standards of integrity, ethical conduct, and environmental sustainability in business practices from suppliers delivering public contracts.

²¹ Figures for 2024-25 account for 29.6% of the Cardiff office due to partial occupation.



We conduct our commercial activity in accordance with the governance and standards set out by DBT, the Public Contracts Regulations 2015, government functional standard GovS:008 and central government commercial policy. We deliver value for money by driving economic growth and strengthening supply chains. We give SMEs and voluntary, community and social enterprises (VCSEs) fair opportunities. We maintain the right commercial capability and standards to procure and manage contracts effectively, to deliver best value.

We use collaborative procurement agreements and government framework agreements where appropriate for the requirement and the market. This ensures value for money by leveraging government buying power.

As a contracting authority, Companies House complies with government commercial policy ([Procurement policy notes - GOV.UK](#)) in our commercial activity. This ensures our supply chain is actively working to tackle modern slavery, corruption, fraud and environmental impacts, and other legal obligations.

We include a copy of our environmental policy in our 'invitation to tender' documentation.

We work to the Government Buying Standards (GBS) when buying goods and services. These set out mandatory criteria, best practice, and class leader criteria. All government departments and their related organisations must make sure they meet the minimum mandatory GBS standards when buying goods and services. The GBS are part of public procurement policy, with individual standards developed with input from across government, industry, and wider stakeholders. The standards have been extensively reviewed with market research and analysis to establish criteria that take long-term cost effectiveness and market capacity into account.

We view the contract management phase of an agreement critical to the effective implementation, in-life management, exit and transition, and design of the next agreement. We have established a dedicated team of procurement professionals within our commercial team, to oversee and provide assurance on all key (gold) agreements. At the end of this fiscal year, this team will have managed approximately 45 agreements covering around £200 million.



Our gold strategic contracts are operationally managed by a business contract owner, supported by a commercial contract management lead. To ensure consistency in approach, our commercial contract management team has developed a contract management toolkit, covering the key actions within the contract life cycle. This toolkit can be used when needed and includes the change control process, mobilisation plans, exit and transition plans, and social value guidance.

Gold contracts are supported by a contract management plan which covers:

- headline contract information (including contract, framework, dates)
- the supplier team and contact details
- a summary of contracted goods or services and scope
- a pricing summary
- Companies House internal ownership structure and escalation path
- the supplier account management structure
- a stakeholder map
- the supplier's key subcontractors and utilisation
- a governance structure and frequency
- a governance schedule for 12 months ahead
- management information, reporting, and frequency
- a summary of key contract variables
- any contract-specific processes (such as IR35, VAT, SOW)
- service levels agreed and key performance indicators
- a summary of net zero, social value and modern slavery agreements
- a payment audit schedule
- termination provisions
- an exit and transition plan, actions and owners

Within Companies House, ongoing assurance and monitoring of the operations of gold agreements are reported monthly to the:

- Commercial Assurance Panel, chaired by our Director of Finance and Commercial
- Companies House Executive Team



Nature recovery: Making space for plants and wildlife

The GPA is the strategic leader of sustainability across the government office portfolio, promoting biodiversity in all its forms across its estate. The GPA will continue to ensure high standards of procurement are followed to minimise adverse environmental impacts.

The [GPA Nature Recovery and Biodiversity Annex](#) outlines the key actions to maintain compliance and embed recent legislation and policy.

Reducing environmental impacts from Information Communication Technology (ICT) and Digital

During the reporting year, we completed the process of moving the majority of our digital services to the cloud. This activity is due to conclude by 31 December 2025. We continue to monitor and measure the reduction in electricity consumption (power and cooling) within our onsite data centres and report this within the GGC data.

To calculate the net carbon impact of this migration, we continue to work closely with our cloud computing suppliers to ascertain the carbon cost of our cloud footprint. This includes working with our providers to move our infrastructure to a serverless platform, which reduces our carbon footprint.

As technology advances, we ensure all surplus IT equipment is disposed of sustainably. This includes laptops, PCs, and decommissioned equipment from our data centres that have reached the end of their useful life. We have a contract with an organisation to handle our IT equipment disposal. They have a zero-landfill policy, which means they reuse or repurpose the equipment, if possible, and recycle all the component parts if not. For security, they destroy all data and certify its destruction.



02

Accountability report





Purpose of the accountability report

The accountability report sets out how Companies House meets the key accountability requirement to Parliament. It comprises:

- the corporate governance report
- remuneration and staff report
- parliamentary accountability and audit report



Corporate governance report

Directors' report

Members of the Board

The Board reviews and oversees both Companies House and late filing penalties (LFP) activity. During the financial year there were changes to the membership of the Board. The detail regarding these changes is in the 'Board membership' section of the governance statement. Additional detail regarding the role and function of the Board is set out in the governance statement.



John Clarke

Chair of Companies House Main Board and Chair of the Remuneration Committee

John was appointed as Chair of Companies House from 1 March 2023. He is a recognised leader in strategy, innovation and delivering large-scale digital-enabled transformations, global business services, digital, data, analytical and cyber operations, and people leadership.

John is an experienced technology and services executive who has worked extensively overseas and with several well-known brands. He spent six years in Helsinki, Finland as a Senior Vice President with Nokia, and Global CIO. He was the Global CTO with Tesco, and Interim CIO at Primark and Morrisons. He is a former Partner with EY, and a highly experienced non-Executive Director (DWP, Ordnance Survey) and Chair (UK SBS Ltd, Defence Business Services). In addition, he is developing his skills in Systemic (Team) coaching at Hult Ashridge Business School.



Louise Smyth

Chief Executive Officer and Registrar of Companies House

Louise Smyth joined Companies House in September 2017 as Chief Executive and Registrar for England and Wales.

Before joining Companies House, Louise held a number of senior positions at the Intellectual Property Office (IPO), including Director of IT, and Director of People, Places & Services. Louise went on to become Chief Operating Officer in 2014, responsible for Corporate Services: IT, People, Places and Services and Finance.

Louise has also been appointed as Regulator of Community Interest Companies, an office holder established by the Companies (Audit, Investigations and Community Enterprise) Act 2004. The Regulator decides if an organisation is eligible to become, or continue to be, a community interest company, investigates complaints against community interest companies and provides guidance and assistance to help people set them up.

Louise is also President of the Corporate Registers Forum which is an international association of corporate registries.



Tim Burt

Non-Executive Board Member (NEBM) and Audit and Risk Assurance Committee Member

Tim Burt is Senior Advisor at Teneo, an international strategic advisory firm. Since joining Teneo in 2015, he has provided senior counsel to leading global corporations on critical issues including reputation management, mergers, and acquisitions, restructuring, capital reorganisations and crisis mitigation.

Prior to Teneo, Tim was a founder Managing Partner at StockWell Group and previously served as a Partner at Brunswick Group. From 1989 to 2005, he was a journalist at The Financial Times, where he worked in a number of roles including Media Editor, Motor Industry Correspondent and Nordic Correspondent. He is a graduate of the University of Durham and a Fellow of the Royal Society of Arts & Commerce.



Emir Feisal

Non-Executive Board Member (NEBM) & Chair of the Audit and Risk Assurance Committee

Emir is a Chartered Accountant and a specialist in transformational change and Essential Resource Planning. The majority of his career was spent at the Sunday Times as Associate Managing Editor.

Emir is at present a Board member of The Planning Inspectorate, Disclosure and Barring Services, British Transport Police Authority, Bar Standards Board, The Pension Ombudsman and is a Governor of Wycombe Abbey School.

He has been a Commissioner for the Judicial Appointments Commission and held NEBM positions with the Serious Fraud Office, the DVSA, and St Georges University Hospital NHS Foundation Trust, amongst others.



Martin Spencer

Non-Executive Board Member (NEBM) and Audit and Risk Assurance Committee Member

Martin was appointed to the Companies House Main Board as a non-Executive Director in May 2019 and subsequently accepted a second 3-year term. Previously, Martin was Senior Vice President at NTT DATA, a Tokyo based professional services business and was specifically accountable for NTT DATA's public services businesses including strategy, growth, programme delivery, and risk and compliance.

Martin has a background in business management and technology consulting, and in the delivery of large infrastructure programmes, having previously worked for KPMG, Capgemini, and BAE Systems Detica in European and UK leadership roles.

Martin holds non-Executive Director roles at Ofsted, the Criminal Cases Review Commission and the Submarine Delivery Agency. He was previously Chair of the Education and Skills Funding Agency and a non-Executive Director at the Serious Fraud Office and the NHS Counter Fraud Authority and is a Civil Service Commissioner.



Carol Shutkever

Non-Executive Board Member (NEBM) and Remuneration Committee Member

Carol is a corporate lawyer who was a partner at Herbert Smith Freehills LLP for 20 years. She headed the firm's UK corporate governance team, providing advice on company law, board governance, listed company regulation, corporate social responsibility, risk management and corporate reporting. She also led the firm's UK corporate knowledge management team, with responsibility for legal precedents and resources, technical expertise, analysing new law and regulation, legal training, briefings and seminars.



Carol has since worked as an independent consultant and was an examiner for The Chartered Governance Institute. She is the Chair of the Board of a schools Multi Academy Trust and is a Board Director and Trustee of the charity United Nations Association—UK and of a charity focused on preventing youth homelessness.



Eoin Parker

Non-Executive Board Member (NEBM)/DBT representative

Eoin is the Director of Business Frameworks (BF) in the Department of Business and Trade (DBT). Eoin was previously Director of Strategy and Legislation in the Transition Taskforce within the Cabinet Office, and before that the co-Director of Market Access and Budget in the Department for Exiting the European Union (DExEU). Eoin has held positions in a number of departments across government working on economic policy, international trade, and climate change.



Charlie Boundy

Chief Data Officer

Charlie is a senior data leader with extensive leadership experience turning data into a sustainable resource in a number of large enterprises. He draws on best practice experience from retail, utilities, telcos, insurance and government-most recently as the Head of Advanced Analytics at the Department for Work and Pensions.

He joined Companies House as Chief Data Officer in July 2023 with knowledge across the full range of data disciplines including strategy, advanced analytics, engineering and governance. This includes data protection, data quality and even open data as well as applying data for counter fraud, customer experience and operational performance.



Jill Callan

Director of Operations

Jill took on the role of Director of Operations in July 2021 having joined Companies House in May 2019 as the Head of Service Delivery.

Jill has over 30 years' experience in the public sector leading large-scale operational teams and has led and been part of many successful projects and programmes in the UK.

Before joining Companies House, Jill Callan held a number of roles in the DVLA.



Rohan Gye

Director of Digital and Technology

Rohan has worked in the Civil Service since 1999 and his career has seen him undertake a variety of roles including IT, fraud investigation, policy, change management, leadership and product management.

Rohan was a service owner at DVLA for several years. He led all of DVLA's services during his period in this role, driving forward the transformation and digitisation of DVLA's core services.

In his most recent role in the Department for Environment, Food and Rural Affairs (Defra), Rohan was a deputy director on the Farming and Countryside Programme which is responsible for designing and delivering the new farming schemes in England following the UK's exit from the EU. He joined Companies House as Director of Digital and Technology in July 2023.



Robert McNeil

Director of Transformation Delivery

Robbie took on the role of interim Transformation Delivery Director in May 2023 having previously been part of the directorate in his role as Service Owner for our Get Company Information service. Robbie has 35 years' experience delivering and supporting digital services in the public sector and has led many key deliveries at Companies House, including the Find and Update Company Information service which underpins our information provision, satisfying over 12 billion searches a year, and provides the technical platform for future deliveries.



Martin Swain

Director of Intelligence and Law Enforcement Engagement

Martin joined Companies House in 2019 as Director of Strategy, Policy, External Communications and Legal, before taking on the new role of Director of Intelligence and Law Enforcement Engagement in January 2023. This role focuses on new powers that Companies House now has to play a greater role in fighting economic crime.

Before joining Companies House, Martin spent the majority of his career in Welsh Government, and was Deputy Director of Community Safety, leading crime, justice, civil contingencies and emergency planning. Martin is the Board lead on our environmental priorities. He has an MBA with a focus on innovation and organisational culture and is also a Welsh learner.



Aimee Symonds

Director of People Transformation

Aimee joined Companies House in June 2020 as Head of Human Resources. She took up the new role of interim Director of People Transformation in September 2022 and was appointed as Director of People Transformation Directorate in February 2023. This role brought together HR, estates, internal communications and engagement, and put people at the heart of delivering the 5-year corporate strategy and ambitious transformation agenda. Aimee left Companies House on 14 December 2024. Sarah Bell, acted as the interim Director of People Transformation up until 31 March 2025.



Michelle Wall

Director of Finance and Commercial

Michelle joined Companies House in March 2018 as Director of Finance and Commercial. Her passion is equality, diversity and inclusion, and she is the executive champion.

Michelle is a Chartered Management Accountant with over 30 years' experience in leading financial and wider operational and project teams in the public and private sector in the South Wales area. Before joining Companies House, Michelle was Deputy Director of Finance at the Intellectual Property Office in Newport.



Sarah Whitehead

Director of Strategy, Policy and External Communications

Sarah joined the Civil Service as a patent examiner at the Intellectual Property Office (IPO) in 2009. Since then, she has held a variety of policy and operational roles at the IPO, before joining Companies House as Director of Strategy, Policy and External Communications in July 2023.

Sarah has experience of domestic legislation, international, trade and innovation policy. In 2019 she was chair of the WIPO Standing Committee on the Law of Patents. Prior to her current role at Companies House, Sarah was Acting Director of Business and International Policy at the IPO and Deputy Director for Customer Experience within the IPO's Business Operations Division.



Former members serving during the year

Information regarding directors and non-Executive Board members who served during the year, including joining dates and leaving dates, can be found in the governance statement.

The terms of reference of Main Board state the Chair of the Main Board has the authority to amend executive director membership of Main Board during the financial year.

Future developments

Our future developments will be detailed in our strategy for 2025 to 2030, which we'll publish later this year.

Political and charitable gifts

There were no gifts of a political or charitable nature made during the year.

Audit service

The statutory external audit was performed by the National Audit Office (NAO) and reported on by the Comptroller and Auditor General. The notional audit fee for 2024 to 2025 was £82,900. This includes £20,725 for work carried out on the Civil sanctions trust statement. The NAO did not perform any non-audit services.

Conflict of interest

We maintain a register of interests for the Accounting Officer and the Executive Board. The non-Executive Board members are asked for declarations of interest in any of the items considered at a particular meeting at Board, Audit and Risk Assurance Committee, and Remuneration, Performance and People Committee meetings.



Directors' statement

The Executive Board consists of the CEO and executive directors. In respect of each of these persons, at the time this report is approved:

- so far as they are aware there is no relevant audit information of which the auditor is unaware
- they have taken all the steps they ought to have taken in their role, in order to make themselves aware of any relevant audit information, and to establish that the auditor is aware of that information

Personal data breaches reported to the Information Commissioner's Office

Information regarding Companies House's data controls and breaches, of which one was reported to the Information Commissioner's Office, can be found in the 'Data Controls' section of the governance statement on page 78.



Statement of Accounting Officer's responsibilities

Under the Government Resources Accounts Act 2000, HM Treasury has directed Companies House to prepare for each financial year a statement of accounts in the form and on the basis set out in the Accounts Direction. The accounts are prepared on an accruals basis and must give a true and fair view of the state of affairs of Companies House and of its income and expenditure, statement of financial position and cash flows for the financial year.

In preparing the accounts, the Accounting Officer is required to comply with the requirements of the Government Financial Reporting Manual and in particular to:

- observe the Accounts Direction issued by HM Treasury, including the relevant accounting and disclosure requirements, and apply suitable accounting policies on a consistent basis
- make judgements and estimates on a reasonable basis
- state whether applicable accounting standards as set out in the Government Financial Reporting Manual have been followed, and disclose and explain any material departures in the financial statements
- prepare the financial statements on a going concern basis
- confirm that the annual report and accounts as a whole is fair, balanced and understandable and take personal responsibility for the annual report and accounts and the judgements required for determining that it is fair, balanced and understandable

HM Treasury has appointed the Chief Executive of Companies House as Accounting Officer of Companies House. The responsibilities of an accounting officer, including responsibility for the propriety and regularity of the public finances for which the Accounting Officer is answerable, for keeping proper records and for safeguarding Companies House's assets, are set out in Managing Public Money published by HM Treasury.

As the Accounting Officer, I have taken all the steps that I ought to have taken to make myself aware of any relevant audit information and to establish that the National Audit Office auditors are aware of that information. So far as I am aware, there is no relevant audit information of which the auditors are unaware.



Governance statement

Introduction

I have been appointed as Accounting Officer and the Registrar of Companies for England and Wales. I am also the CEO for the organisation. I have responsibility for the proper, effective, and efficient use of public funds. I am accountable to the Minister for the performance of Companies House, in accordance with the Framework Document, which sets out the relationship between Companies House and the DBT. Meetings are held with the Minister to discuss the current issues and general progress. These are attended by our non-executive chair, chief executive, and sponsor, as required.

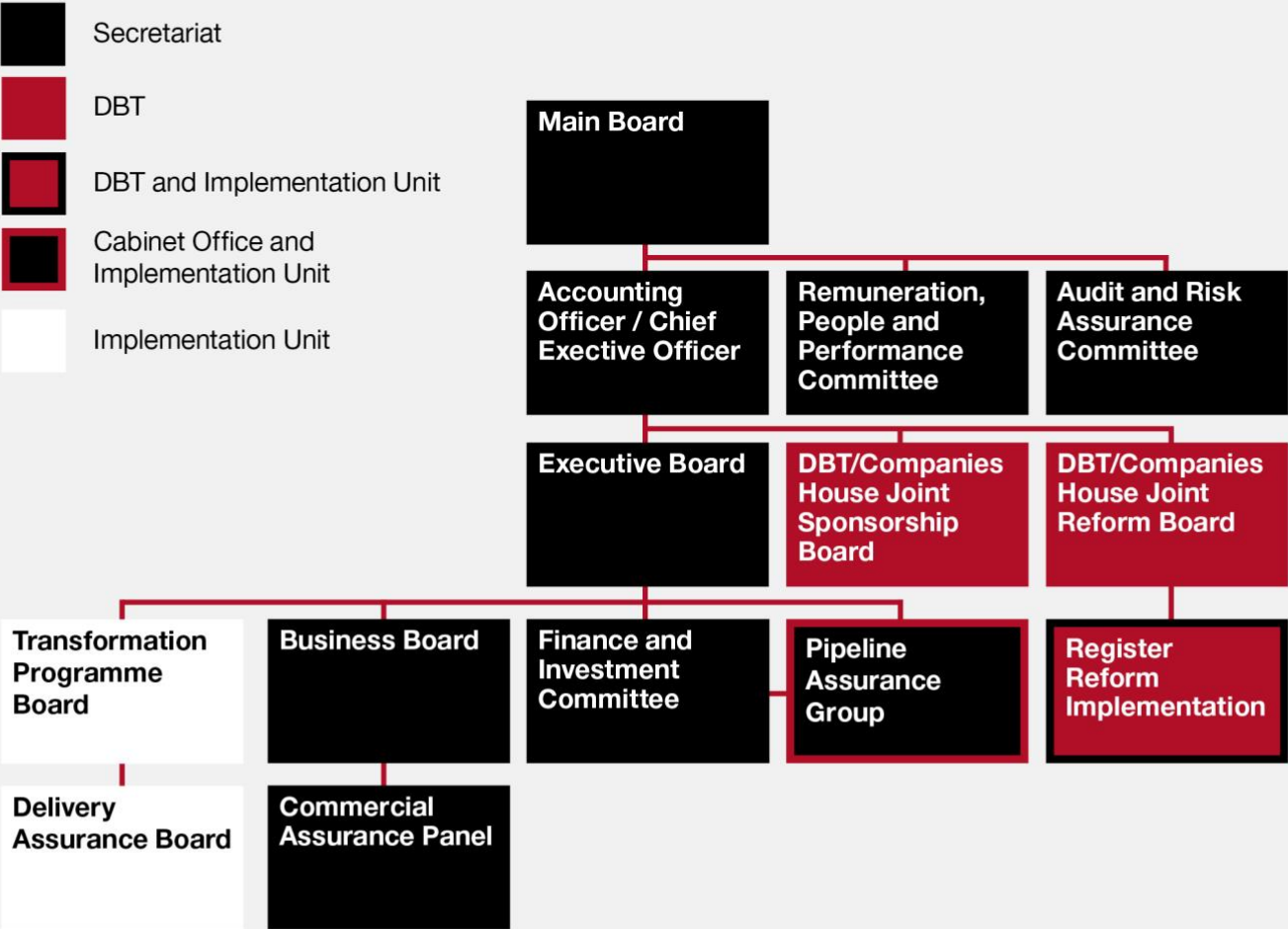
I am also required as Accounting Officer by HM Treasury's Managing Public Money and the Government Financial Reporting Manual to provide a statement on how I have discharged my responsibility to manage and control the resources for which I am responsible during the year. The Governance Statement gives an understanding of the dynamics of the business and its control structure. It provides insight into the business of the organisation and its use of resources to allow me to make informed decisions about progress against business plans. I have ensured that our governance framework is designed to comply with the good practice guidance laid down in HM Treasury's Corporate Governance in Central Government Departments: Code of Good Practice 2017.

In addition, I am also the Regulator for Community Interest Companies (CIC), appointed in September 2020. CIC decides whether an organisation is eligible to become, or continue to be, a community interest company and is responsible for investigating complaints, taking appropriate action where necessary, and providing guidance and assistance to help people set them up. A separate Annual Report is provided representative of CIC. In March 2025, the Secretary of State signalled his intention to fully integrate CICs with CH, in line with No 10's directive to reduce the number of regulators. We are working through the detail of how this will work in practice with the Department.

Governance framework

We are managed by a main board and an executive board. The Main Board is chaired by an independent non-Executive Board member. It has strategic oversight and is supported by the Audit and Risk Assurance Committee and Remuneration, Performance and People Committee. The Executive Board is responsible for the day-to-day management in delivering our commitments to the government and the public as set out in the annual business plan.

Governance Structure





Relationship with DBT

Following a review of our sector classification, from April 2020 we were re-classified to form part of central government, relinquishing our trading-fund status. This had no impact to our status as an executive agency (EA). We are currently an EA of DBT following wider machinery of government changes that were announced in February 2023.

We work closely with officials and the DBT sponsorship team to ensure we continue to align our internal controls with evolving requirements. In addition, Companies House and DBT have two joint boards: Sponsorship Board which reviews performance, risk, finance and policy matters and the Reform Board which is focussed on delivering register reform and corporate transparency changes.

Companies House's boards and committees

All boards and committees were well attended throughout the year, with the occasional absence of one or two members. All discussions and decisions made at these meetings were recorded through minutes, and no conflicts of interest were recorded during the year. Members of the Board declared their association with other organisations and recorded that there were no conflicts of interest.

Companies House's Main Board

The Board's main role is to set Companies House's strategy and direction, and to oversee operational effectiveness. It is led by an independent non-Executive Chair. It comprises four members of the Executive team (including the Chief Executive), five non-Executive Board Members (including the Chair) and one non-Executive DBT sponsor representative. Other members of the executive team and other staff attend by invitation. The Chair and Board ensure the membership of the Board contains an appropriate mix of skills and experiences to best support the organisation.



During the year, the Main Board:

- received regular updates on the implementation of the legislative reforms and transformation programme
- monitored delivery against the 2020 to 2025 strategy
- has been involved in, and reviewed progress, developing our next strategy for 2025 to 2030
- agreed the contents of the 2025 to 2026 Business Plan and public targets
- reviewed and agreed the 2024 to 2025 Annual Report and Accounts
- reviewed operational and financial performance

The information provided to the Board is to a good standard and provided in plenty of time ahead of the meetings, allowing the Board to make informed decisions.

Audit and Risk Assurance Committee

Audit and Risk Assurance Committee is chaired by a non-Executive Director, and comprises of three non-Executive Director members, the Chief Executive and representatives from external audit who attend all meetings and have access to all financial and other information. Other Companies House Executive Directors and senior managers attend by invitation.

The Audit and Risk Assurance Committee's role is to provide independent guidance and challenge to the Accounting Officer on matters of audit, corporate governance, and the organisation's effectiveness in managing risk.

To support this role the Audit and Risk Assurance Committee:

- received regular reports of the management and progress against the organisation's strategic risks
- received regular strategic risk updates
- approved the internal audit plan, reviewed progress reports against the plan on a quarterly basis, and advised on the implications for the overall control framework, and the adequacy of management responses
- reviewed the Annual Report and Accounts, and the Companies House Governance Statement
- received reports and held discussions on specific areas during the year including project governance, operational processes, information security and systems resilience



Internal effectiveness reviews are conducted regularly in line with NAO guidance.

Remuneration, Performance and People Committee

The Board are also supported by a Remuneration, Performance and People Committee chaired by the Board's Chair. Formerly the Remuneration Committee, its remit and membership were broadened in autumn 2024 to include wider change and people issues.

During this financial year, following a period of negotiation, the Committee endorsed the Executive's pay and reward recommendations, and staff award scheme recommendations.

The Committee also considered the gender pay gap analysis, cost of living concerns, and held discussions regarding matters of equality, diversity, and inclusion.

Main Board effectiveness

The Chair meets regularly with me to discuss the performance of the Main Board and to ensure we utilise the external perspectives and experiences of non-Executive Board members. The Main Board discusses the progress against each year's annual business plan, which the Executive Board is responsible for delivering, and regularly review our performance against the plan.

In autumn 2022, an independent effectiveness review was carried out for Main Board. The Board continues to review its performance and new ways of working that were introduced by the Chair in 2023 on an annual basis.

The performance of all non-Executive Board members is appraised annually, supported by an online tool, to gather feedback from fellow Board members. The Chair discusses their performance based on that feedback.

Board membership

During the year, there were changes to the composition of the Main Board, the Audit and Risk Assurance Committee, and the Remuneration, Performance and People Committee. Aimee Symonds was appointed as Director of People Transformation Directorate in February 2023. Aimee left Companies House on 14 December 2024. Sarah Bell, acted as the interim Director of People Transformation up until 31 March 2025.

Table of attendance of the Board and its sub-committees

Figures denote meetings attended (meetings available to attend, subject to term dates) in year. The number of Executive Directors grew to eight in 2023, with three new members of the team joining Companies House in the summer (as reported in the Annual Report and Accounts for 2023 to 2024). The membership of Main Board was subsequently streamlined in July 2024, with the Chief Executive, the Director of Finance and Commercial, the Director of Strategy, Policy and External Communications, and the Director of Operations continuing to attend as full members. Other Executive Directors are now invited to attend on request and are therefore only included as full members for one meeting (17 May 2024) in the table below.

Membership of the Remuneration, Performance and People Committee has grown as its remit has broadened, with the Director of Finance and Commercial and the Director of Operations being invited to attend all meetings from November 2024.

Board member	Main Board	Audit and Risk Assurance Committee	Remuneration, Performance and People Committee
	6 meetings in year	8 meetings in year	4 meetings in year
John Clarke	Chair (6 of 6)	-	Chair (4 of 4)
Louise Smyth (CEO, Registrar)	Member (6 of 6)	Member (8 of 8)	Member (3 of 4)
Eoin Parker (DBT Sponsor)	Member (6 of 6)	-	Member (4 of 4)
Tim Burt (NEBM)	Member (5 of 6)	Member (5 of 8)	-
Emir Feisal (NEBM, Chair of ARAC)	Member (6 of 6)	Chair (8 of 8)	-
Carol Shutkever (NEBM)	Member (6 of 6)	-	Member (4 of 4)
Martin Spencer (NEBM)	Member (5 of 6)	Member (6 of 7)	-
Aimee Symonds (Director of People)	Member (1 of 1)	-	Attendee (3 of 3)
Michelle Wall (Director of Finance and Commercial)	Member (6 of 6)	Attendee (8 of 8)	Attendee (2 of 2)
Martin Swain (Director of Intelligence and Legal Enforcement Engagement)	Member (1 of 1)	-	-
Jill Callan (Director of Operations)	Member (3 of 6)	-	Attendee (2 of 2)
Robert McNeil (Appointed as interim director on 20 March 2023)	Member (6 of 6)	-	-
Charlie Boundy (Chief Data Officer)	Member (1 of 1)	-	-
Rohan Gye (Director of Digital)	Member (1 of 1)	-	-
Sarah Whitehead (Director of Strategy, Policy and External Communications)	Member (6 of 6)	-	-



Managing the business-change and investment

In addition to the Main Board, the Audit and Risk Assurance Committee, and the Remuneration, Performance and People Committee, I had the assistance of four internal Boards; the Executive Board, Business Board, Transformation Programme Board and the Finance & Investment Committee.

The Executive Board is comprised of the Executive Directors and is responsible for monitoring:

- performance against the business plan and financial and non-financial targets
- the portfolio of change, including benefits and finance resources
- compliance with best practice in governance code
- the monitoring of strategic risks

The Business Board is chaired by the Director of Operations and is comprised of corporate leaders from across the organisation. It is responsible for monitoring:

- all customer interaction
- all customer delivery systems
- all operational systems
- workload planning which in turn feeds into strategic planning
- service performance (throughput and quality)
- operational level risk within the Board's remit

The Transformation Programme Board is chaired by the Director of Transformation Delivery and membership is comprised of the Head of Portfolio Delivery and select Heads of Functions.

The Finance & Investment Committee is chaired by the Director of Finance and Commercial, and membership is comprised of the Director of Strategy, Policy and External Communications and various Heads of Function, including the Head of Strategic Finance and the Head of Economics. This group is responsible for:

- overseeing, monitoring, and reviewing stewardship of Companies House's investments, including financial planning and performance of revenue and capital expenditure plans
- providing the Executive Board with a means of assurance regarding the organisation's financial position and investments in support of delivering value through efficient use of resources



Risk Management Framework and internal controls

Companies House has continued to proactively manage risks throughout the organisation at all levels during the reporting period, and in adherence to our established Risk Management Framework that sets out the mechanisms to identify, assess, respond and mitigate potential threats to our objectives. Building on the foundations established in previous years, including the risk maturity assessment conducted in January 2024, we have continued to significantly invest in our risk management capacity and capability, and this has enabled greater risk analysis to be undertaken. This analysis has been used to provide better visibility of risk management information through more robust reporting, and eventually better risk-informed decision-making.

Throughout the past year, and with support of Audit and Risk Assurance Committee (ARAC), we have strengthened our 2nd line of defence through the establishment of an independent Risk Oversight and Corporate Assurance (ROCA) function, enhancing our ability to provide independent oversight and challenge to risk management activities and decision-making across Companies House. This has been supported by improving risk oversight processes and reporting mechanisms, providing Executive Board, ARAC, and Main Board with clearer, more timely and comprehensive insights into our risk landscape. These enhancements have ensured that our risk management arrangements remain robust and effective in a dynamic and changing operating environment.

Our proactive approach to risk management has enabled us to anticipate and respond to emerging challenges, ensuring we continue to demonstrate resilience in the delivery of our operations and services. During 2024 to 2025, we have maintained a strong focus on key strategic risks that has allowed us to more recently identify overarching principal risks, including:

- **Organisational resilience and business continuity:** The risk that Companies House cannot maintain continuity of critical operations or recover effectively from disruptions due to system, data or structural vulnerability.
- **Financial sustainability:** The risk that Companies House is unable to maintain its long-term financial position, with consideration to fluctuating income from key services, and evolving operational costs (predominately driven by the implementation of the ECCT Act) requiring regular fee changes to ensure delivery of change initiatives and on-going service delivery.
- **Regulatory compliance and policy delivery:** The risk that Companies House is unable to deliver new or evolving policy or legal requirements that support on-going services and the combatting of economic crime.



- **Data integrity, security and public trust:** The risk that weaknesses in register integrity, user data protection, or public information lead to loss of stakeholder or customer trust and misuse of services.
- **Change and transformation:** The risk that ineffective leadership, operational structural or delivery of transformation programme objectives generate uncertainty or poorly executed outcomes, impacting delivery of strategic reforms and capability improvement.

The principal risks highlighted above are drawn from and informed by a number of strategic risks managed by the executive team. We continue to proactively monitor these and all other identified risks across the entire risk landscape closely, implementing appropriate mitigation strategies and regularly reviewing the effectiveness of our controls.

Our commitment to continuous improvement in risk management, supported by Executive Board, ARAC, ROCA and our Community of Practice, underpins our ability to deliver our strategic objectives and by extension deliver the intended outcomes of our overarching Strategy.

Effectiveness of system of internal controls

The system of internal controls within Companies House is designed to provide proportionate assurance across the organisation, with tailored mechanisms in place that focus on higher risk areas. Bespoke assurance activity is undertaken where risks are most significant or where delivery of change is recognised as having significant public interest, ensuring targeted oversight, and monitoring. Work is underway to further improve our approach to assurance mapping that will be used to identify gaps, overlaps and strengths in our internal control environment. In shaping this approach, external sources of insight, including NAO recommendations, Government Internal Audit Agency (GIAA) findings and wider government best practice are being used to guide and strengthen the overall effectiveness of the system of internal controls.

Compliance with functional standards

Companies House has established executive sponsorship and organisational leads for each of the functional standards in scope. We undertook a comprehensive review of compliance across all the applicable functional standards in 2024, agreed action plans and developed a new functional standards governance and management framework in accordance with the requirement in GovS001.



With a strengthened second line of defence function in place, a key focus throughout 2025 to 2026 will be to embed a culture of continuous improvement and robust oversight. This will involve establishing continuous improvement assessment frameworks (CIAFs) for each functional standard, and monitoring the actions required of already established CIAFs. This will enable the second line to consistently assess current levels of maturity for each functional standard using the established 'good', 'better' and 'best' criteria, and report on overall organisational compliance with functional standards (in line with GovS001 requirements) to applicable governance forums.

Crisis management

Overall responsibility for our crisis management sits with the Chief Data Officer and is supported by strategic and operational business continuity leads. The GIAA also provides support and input, advising on efficiency and effective way of managing incidents.

Supporting Crisis Management is a clarified incident escalation process which includes an incident categorisation matrix aligned to the risk management process.

With engagement across Companies House, scenario specific tactical and strategic level plans have also been developed and continue to evolve, with an exercise programme to support the strategic response to incidents implemented in year. Several incident exercises have been carried out in year and improvements implemented as a result.

In line with best practice business impact analysis (which identifies critical activities and their requirements for recovery) has been undertaken for Companies House services, systems and ways of working. Business impact analysis will be ongoing to reflect the transformation of Companies House including all new systems and services.

Cabinet Office spending controls

In addition to the rules set out in Managing Public Money, Cabinet Office operates a set of additional spending controls. We are compliant with the full suite of spending controls.

We provided a pipeline of investment for digital, and technology spend to facilitate the efficient implementation of new projects, eliminating the requirement to go through individual approvals for every stage of a project. Projects are assessed, and progress and changes monitored, through a joint Pipeline Assurance Group with members from Companies House, DBT Assurance, Digital and Central Digital & Data Office (Cabinet Office) which meets monthly.



The pipeline and associated spend are subject to review by DBT's joint assurance review for assurance that controls are properly applied.

Commercial Assurance Panel

Our Commercial Assurance Panel (CAP) exists to oversee and approve commercial and contract management activity in Companies House to check for compliance against UK Procurement Law. They provide assurance to the Finance & Investment Committee (F&IC) that the correct processes have been followed by the organisation in support of the portfolio of programme and project activity, business as usual (BAU) and business improvement activity. They also assure adherence to legislative and commercial spend control compliance, and government commercial policy.

Commercial controls

As an executive agency of DBT, Companies House has a mandatory obligation to ensure our activities comply with:

- government commercial policy
- DBT commercial policy
- Cabinet Office commercial spend controls
- the Government Commercial Functional Standards
- the Public Contracts Regulations 2015 and the Procurement Act 2023

Control over commercial contracts is maintained by our commercial function in conjunction with relevant budget holders, business contract owners, commercial procedures and project controls.

Our commercial policy sets out key information (commercial delegation, governance, spend thresholds, procedures and approvals) which must be complied with, to ensure Companies House meets its obligations under the public procurement legislative framework. As a contracting authority, Companies House gives due regard to the National Procurement Policy Statement in the exercise of our commercial activity (as required by section 13 of the Procurement Act 2023). We support the government's missions by sourcing goods and services that deliver value for money, and social and economic value across the commercial lifecycle.



Financial control

Companies House has an established framework of financial procedures and controls. The framework is reviewed and tested as part of the regular programme of work undertaken by our internal audit partners. The programme of work is approved, and findings reviewed, by the ARAC.

In my capacity as Accounting Officer, I have responsibility for the financial affairs of the organisation, subject to authority limits delegated to me by the Permanent Secretary of DBT and within the budget approved by the Minister. The organisation's budget is allocated between Executive Directors, and authority to make financial transactions is sub-delegated to the executive and other budget holders.

Financial performance against the budget is monitored by the Executive Board monthly, and the full year outlook is reviewed on a monthly basis.

LFP and civil sanctions received are surrendered directly to HM Treasury and do not form part of the executive agency income for Companies House. The trust statement comprises both LFP and civil sanctions. Civil sanctions include ROE financial penalties under the ECCT Act 2023 (Financial Penalty) Regulations 2024 and non-ROE financial penalties under the ECCT Act section 5.

The LFP and civil sanction frameworks are reviewed and tested, as part of the wider regular programme of work undertaken by our internal audit partners. Budget allocation and monitoring is sub-delegated to executives and budget holders. The civil sanction schemes are also reported and reviewed with DBT.

Individual decisions including procurement, capital expenditure and project implementation, are subject to business case approval, and engage specialist review in addition to executive approval. In light of the ongoing transformation of the organisation, we are currently enhancing the governance framework in this area to ensure that appropriate levels of scrutiny and assurance are maintained.



Data controls

The Chief Data Officer is accountable for information risk and is supported by the Chief Security Officer who is accountable for security and a network of Information Asset Owners (IAOs) across the organisation. All Executive Directors are the IAOs accountable for day-to-day control of information created within their Directorates. Associated security topics and risks are discussed monthly by the Security Forum which is chaired by the Chief Data Officer and attended by relevant staff, including the Chief Security Officer, Data Protection Officer, Security staff, and subject matter experts from across the organisation. We have an incident process in place and incidents are also reviewed at the Security Forum.

The Government Security Functional Standard (GovS007: Security) and the Departmental Security Health Checks are the main mechanisms by which we drive improvements across the organisation.

There were 37 reported incidents of personal data breaches over this period. Given the very large volume of accepted transactions, the number of breaches reported continues to be extremely low. The Data Protection Officer continues work to embed a culture of data protection by design and default and demonstrate our accountability for the personal data that we process. The Record of Processing Activity (ROPA) is constantly reviewed to ensure records of the personal data processed by Companies House is up to date and accurate.

Application of Business Appointment Rules

In compliance with the Business Appointment Rules Companies House is transparent in its advice given to individual applications for senior staff. There were no changes to staff at SCS1 during the financial year.

Counter fraud and error update

The management of fraud, bribery, corruption, and error is a critical part of good governance. As an executive agency of DBT, any losses and recoveries are reported quarterly to Cabinet Office via DBT.



The Chief Data Officer is the Executive Board member accountable for counter fraud within the organisation and is supported by the Counter Fraud Community of Practice. The GIAA provides support and input, advising on aspects of control and risk management.

Our Counter Fraud Strategy 2022 to 2025 outlines the actions we plan to take over the period. These include:

- promoting a counter-fraud culture
- reporting on fraud
- assessing fraud risk
- proactive counter fraud initiatives
- counter fraud investments
- measurements and baselines

We have commenced work on an improvement plan to ensure that, as a minimum, we fully meet all mandatory elements of the Government: Functional Standard GovS 013: Counter Fraud. This work and further continuous improvements will continue into 2025 to 2026.

The work to tackle abuse of the register is not considered counter fraud in this context as it does not equate to monetary savings for Companies House. This is because in this role we share intelligence of patterns of suspicious behaviour on the register with partners who may be victims of fraud losses themselves. Whether that results in fraud or other threats taking place in other organisations is not always visible to Companies House. We also use our new compliance and enforcement powers as laid out in the ECCT Act to prevent companies and others from either carrying out unlawful activities or facilitating the carrying out by others of unlawful activities.

Whistleblowing procedures

Companies House's whistleblowing policy and procedures have been produced in line with the Civil Service Employee Policy. Companies House reviews its whistleblowing policy and procedures annually to ensure they are fit for purpose. The policy and procedures are published on the Companies House intranet site.



Accounting Officer assurance

The effectiveness of the systems of internal control is primarily informed by our internal audit reviews, along with the management assurance reporting of our managers who are responsible for the development and maintenance of the internal control framework. The system of internal control is designed to manage risk to a reasonable level and assurance of effectiveness. The system of internal control supports the achievement of our policies, aims and objectives, whilst safeguarding the funds and assets of the organisation, in accordance with HM Treasury's Managing Public Money.

To develop this area further, an Assurance Framework that brings together the different sources of assurance is currently in development. A new process has been adopted, the Controls and Assurance Record, which pulls together the various sources of assurance across the organisation and tests their effectiveness, with potential gaps and overlaps raised through an Assurance Improvement Plan issued at both an organisation and directorate level.

Internal audit

Internal audit services are delivered by the GIAA operating under the Public Sector Internal Audit Standards. The work of the GIAA is informed by an assessment of risk to which Companies House is exposed, and annual audit plans are based on this analysis.

The internal audit plans are endorsed by the ARAC and approved by the Accounting Officer. Regular reports are made to the Accounting Officer and ARAC during the year, detailing recent reviews and actions taken by management, based on audit findings. At each financial year-end, the Head of Internal Audit (HIA) provides a report on the internal audit activity at Companies House. The report contains an opinion on the adequacy and effectiveness of internal controls and the management processes in place to control risk.

GIAA audit opinion

This financial year, the Head of Internal Audit (HIA) returned an opinion of 'moderate' assurance. The annual opinion concludes on the overall adequacy and effectiveness of the organisation's framework of governance, risk management and internal control processes.



This opinion is formed as a result of individual audit engagements undertaken throughout the year, attendance of boards and committees, and regular meetings with senior management. The HIA assurance activities were aligned to the key risks to strategic objectives of the organisation, focusing on:

- strategic change activities-specifically, those supporting the transformation programme
- core activities and controls focusing on governance, risk management and internal control
- Digital, Data and Technology
- the customer journey

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales

30 October 2025



Remuneration and staff report

Remuneration policy

The remuneration of senior civil servants is set by the Prime Minister following independent advice from the Senior Salaries Review Body. In reaching its recommendations, the review body has regard to the following considerations:

- the need to recruit, retain and motivate suitably able and qualified people to exercise their different responsibilities
- regional and local variations in labour markets and their effects on the recruitment and retention of staff
- government policies for improving public services, including the requirement on departments to meet the output targets for the delivery of departmental services
- the funds available to departments as set out in the government's departmental expenditure limits
- the government's inflation target

The review body takes account of the evidence it receives about wider economic considerations and the affordability of its recommendations.

Further information about the work of the review body can be found at:
www.gov.uk/government/organisations/review-body-on-senior-salaries

Civil service appointments

The Constitutional Reform and Governance Act 2010 requires civil service appointments to be made on merit on the basis of fair and open competition. The recruitment principles published by the Civil Service Commission specify the circumstances when appointments may be made otherwise.

Unless otherwise stated in this remuneration report, the officials covered by this report hold appointments which are open-ended. Early termination, other than for misconduct, would result in the individual receiving compensation as set out in the Civil Service Compensation Scheme.



Further information about the work of the Civil Service Commission can be found at www.civilservicecommission.org.uk

Fee entitlements for non-executive board members

The table below shows fee entitlements for non-Executive Directors who were members of Companies House's Main Board during the year ending 31 March 2025.

Board member	2024/25 £'000	2023/24 £'000
John Clarke , non-executive chair	25-30	25-30
Emir Feisal , non-executive director and chair of the Audit and Risk Assurance Committee	10-15	10-15
Martin Spencer , non-executive director	10-15	10-15
Timothy Burt , non-executive director	10-15	10-15
Carol Shutkever , non-executive director	10-15	10-15
Eoin Parker ¹ , non-executive director	Nil	Nil

This table has been subject to audit.

1. Eoin Parker is a civil servant (DBT) and is not remunerated for serving on the Board.

Directors-single total figure of remuneration

The table below outlines the single total figure of remuneration for Companies House directors.

Name	Salary		Bonus performance payments		Pension		Total	
	2024/25 £'000	2023/24 £'000	2024/25 £'000	2023/24 £'000	2024/25 £'000	2023/24 £'000	2024/25 £'000	2023/24 £'000
Louise Smyth	125-130	120-125	0-5	10-15	160	-36	290-295	95-100
Michelle Wall	85-90	80-85	Nil	Nil	46	44	130-135	125-130
Martin Swain	90-95	85-90	5-10	5-10	61	26	160-165	120-125
Jill Callan	80-85	75-80	5-10	0-5	59	49	145-150	125-130
Aimee Symonds ¹	60-65 (FYE 80-85)	75-80	Nil	Nil	40	46	100-105	120-125
Rohan Gye	85-90	60-65 (FYE 80-85)	Nil	Nil	86	9	170-175	70-75
Sarah Whitehead	80-85	50-55 (FYE 75-80)	Nil	Nil	32	20	110-115	70-75
Charlie Boundy	120-125	80-85 (FYE 115-120)	Nil	Nil	46	120	170-175	200-205
Sarah Bell ²	15-20 (FYE 75-80)	Nil	Nil	Nil	28	Nil	45-50	Nil
Robert McNeil	80-85	75-80 (FYE 80-85)	0-5	Nil	42	45	125-130	120-125
John-Mark Frost	Nil	10-15 (FYE 75-80)	Nil	0-5	Nil	4	Nil	15-20
Sally Meecham	Nil	65-70 (FYE - 290-295)	Nil	Nil	Nil	Nil	Nil	65-70

This table has been subject to audit.



1. Aimee Symonds was appointed as Director of People Transformation Directorate in February 2023. Aimee left Companies House on 14 December 2024.
2. Sarah Bell, acted as the interim Director of People Transformation up until 31 March 2025.
3. The value of pension benefits accrued during the year is calculated as (the real increase in pension multiplied by 20) plus (the real increase in any lump sum) less (the contributions made by the individual). The real increases exclude increases due to inflation or any increase or decreases due to a transfer of pension rights.
4. The final salary pension of a person in employment is calculated by reference to their pay and length of service. The pension will increase from one year to the next by virtue of any pay rise during the year. Where there is no or a small pay rise, the increase in pension due to extra service may not be sufficient to offset the inflation increase—that is, in real terms, the pension value can reduce, hence the negative values.
5. FYE stands for Full Year Equivalent salary.

Salary

“Salary” includes gross salary, overtime, reserved rights to London weighting or London allowances, recruitment and retention allowances, private office allowances, and any other allowance to the extent that it is subject to UK taxation. This report is based on accrued payments made by Companies House and thus recorded in these accounts.

Benefits in kind

No director received a benefit in kind in 2024 to 2025 (2023 to 2024: Nil).

Bonus (performance payments)

Senior civil servants’ performance pay is determined by the Senior Pay Committee of DBT). Performance related awards are assessed annually by the Remuneration Committee, a formal sub-committee of the Main Board. The one-off payments are determined by individual performance and criteria associated with Companies House’s performance management process and aligned to the policy for public sector pay.



Bonuses relate to the performance in the year in which they become payable to the individual. The bonuses reported in 2024 to 2025 relate to performance in 2024 to 2025 and the comparative bonuses reported for 2023 to 2024 relate to the performance in 2023 to 2024.

Fair pay disclosure (subject to audit)

Reporting bodies are required to disclose the relationship between the remuneration of the highest paid director in their organisation, and the lower quartile, median and upper quartile remuneration, and corresponding ratio of the organisation's workforce.

The banded remuneration of the highest paid director at Companies House in the financial year 2024 to 2025 was £130,000 to £135,000 for Louise Smyth (2023 to 2024: £130,000 to £135,000). The banded remuneration of the highest paid director at Companies House in the financial year 2023 to 2024 was £290,000 to £295,000 for Sally Meecham. The banded remuneration of the highest paid director was 3.80 times the median remuneration of the workforce (2023 to 2024: 9.26), which was £34,892 (2023 to 2024: £31,594).

Louise Smyth is the Chief Executive and Registrar for England and Wales from September 2017.

In 2024 to 2025, 135 specialist contractors in Digital Data and Technology and 101 off-payroll worker engagements received remuneration in excess of the highest paid director (2023 to 2024: 7). Remuneration ranged from £21,000 to £382,000 (2023 to 2024: £19,000 to £382,000).

The slight decrease in the average salary and allowances of Companies House employees of -1% (2023 to 2024 11%) reflects the continued use of contingent labour to supplement existing workforce to support the Companies House transformation programme.

The increase in the average performance pay and bonuses paid of 4% (2023 to 2024: 22%) is attributed to the continuation of the removal of the Corporate Efficiency Award (CEA) as disclosed in the prior year, and the introduction of a reward and recognition system called 'Impact' which is designed to reward employees with high levels of performance which have contributed to meeting one of our 6 strategic goals.

Total remuneration includes salary, non-consolidated performance related pay, and benefits-in-kind. It does not include severance payments, employer pension contributions

and the cash equivalent transfer value of pensions. All employee remuneration figures have been calculated, including temporary and agency staff, in line with the Government Financial Reporting Manual (FReM) guidelines.

Percentage change in total salary and bonuses for the highest paid director and the staff average.

	Total salary and allowances	Bonus payments
Salary average	-1%	4%
Highest paid director	-56% ¹	0%

Ratio between the highest paid directors' total remuneration and the lower quartile, median and upper quartile for total pay and benefits.

		2024/25	2023/24
Band of highest paid director's total remuneration (FYE)	£'000	130 – 135	290 – 295
Band of highest paid director's total salary (FYE)	£'000	125 – 130	290 – 295
Range of staff remuneration (Including temporary and agency staff)	£'000	21 – 382	19 – 382
Median remuneration—total pay & benefits	£	34,892	31,594
Median remuneration—salary component of total pay & benefits	£	34,892	31,349
Ratio		3.80	9.26
25 th percentile remuneration—total pay & benefits	£	25,834	25,293
25 th percentile remuneration—salary component of total pay & benefits	£	25,619	25,293
Ratio		5.13	11.56
75 th percentile remuneration—total pay & benefits	£	52,269	47,568
75 th percentile remuneration—salary component of total pay & benefits	£	51,854	47,448
Ratio		2.53	6.15

¹ The banded remuneration of the highest paid director at Companies House in 2024–25 was Louise Smyth with remuneration of £130,000–£135,000. In 2023–24, the highest paid director was Sally Meecham, with remuneration of £290,000–£295,000.

Directors-pension benefits

Name	Real increase in pension and related lump sum at pension age	Accrued pension as at 31 March 2025 and related lump sum	CETV ¹ at 31 March 2025	CETV ² at 31 March 2024	Real increase (decrease) in CETV funded by employer
	£'000	£'000	£'000	£'000	£'000
Louise Smyth	7.5 - 10 plus a lump sum of 12.5 - 15	60 - 65 plus a lump sum of 155 - 160	1,467	1,303	155
Michelle Wall	2.5 - 5	25 - 30	531	469	37
Martin Swain	2.5 - 5 plus a lump sum of 2.5 - 5	40 - 45 plus a lump sum of 100 -	882	796	49
Jill Callan	2.5 - 5 plus a lump sum of 2.5 - 5	40 - 45 plus a lump sum of 105 -	976	888	50
Aimee Symonds	0 - 2.5 plus a lump sum of 0 - 2.5	20 - 25 plus a lump sum of 55-60	438	401	25
Rohan Gye	2.5 - 5 plus a lump sum of 0 - 2.5	35 - 40 plus a lump sum of 50 - 55	642	547	61
Sarah Whitehead	0 - 2.5	20-25	316	271	16
Charlie Boundy	2.5-5	25-30	384	320	29
Sarah Bell	0 - 2.5 plus a lump sum of 2.5 - 5	25 - 30 plus a lump sum of 70 - 75	650	620	26
Robert McNeil	0 - 2.5 plus a lump sum of 0 - 2.5	40 - 45 plus a lump sum of 100 - 105	986	912	35

This table has been subject to audit.

1. Cash equivalent transfer value.
2. The opening balance at the start of the default period scheme year does not agree with the closing balance in the previous year because of a retrospective update to salary data.



Any members affected by the Public Service Pensions Remedy were reported in the 2015 scheme for the period between 1 April 2015 and 31 March 2022 in 2022 to 2023 but are reported in the legacy scheme for the same period in 2023 to 2024.

Cash equivalent transfer values

A cash equivalent transfer value (CETV) is the actuarially assessed capitalised value of the pension scheme benefits accrued by a member at a point in time. The benefits valued are the member's accrued benefits and any contingent spouse's pension payable from the scheme. A CETV is a payment made by a pension scheme or arrangement to secure pension benefits in another pension scheme or arrangement when the member leaves a scheme and chooses to transfer the benefits accrued in their former scheme.

CETV figures are calculated using the guidance on discount rates for calculating unfunded public service pension contribution rates that was extant at 31 March 2023. HM Treasury published updated guidance on 27 April 2023. This guidance will be used in the calculation of 2024 to 2025 CETV figures.

The pension figures shown relate to the benefits that the individual has accrued as a consequence of their total membership of the pension scheme, not just their service in a senior capacity to which disclosure applies. The figures include the value of any pension benefit in another scheme or arrangement which the member has transferred to the civil service pension arrangements. They also include any additional pension benefit accrued to the member because of their buying additional pension benefits at their own cost. CETVs are worked out in accordance with The Occupational Pension Schemes (Transfer Values) (Amendment) Regulations 2008 and do not take account of any actual or potential reduction to benefits resulting from Lifetime Allowance Tax which may be due when pension benefits are taken.

Real increase in CETV

This reflects the increase in CETV that is funded by the Exchequer. It does not include the increase in accrued pension due to inflation, contributions paid by the employee (including the value of any benefits transferred from another pension scheme or arrangement) and uses common market valuation factors for the start and end of the period.



Staff report

Overview

The staff report covers employee matters in the year. It also provides statutory disclosures on staff costs, numbers, composition, and other activities.

Staff policies

We have continued our focus on employee wellbeing, with structured support for the five key pillars of mental, physical, financial, social and digital wellbeing. We have a thriving community of people led networks where peer to peer discussion, shared experience, support and signposting are a staple part of the organisations culture. Strong relationships with our Occupational Health provider have ensured an understanding of the way in which we work, resulting in consistency throughout a wide range of support and recommendations that bring workable solutions.

To align with new statutory legislation following the publication of the Employment Rights Bill in October 2024, we have increased our focus of developing our people policies. These have included updating our Family and Flexible Working policies and introducing new policies on Carer's Leave and taking a Career Break.

Staff engagement

In this year's People Survey (2024 to 2025) we retained 87% completion rate. The median response rate across around 103 organisations that took part is 74%. The overall (mean) completion rate for Civil Service was 61% which is four percentage points lower than last year. This year's results have given an overall engagement score of 69% which is an increase of two percentage points on last year's figure.

We have seen increases across all nine core themes. The main drivers are optimism about Companies House's future, confidence in senior managers' decisions, and belief in action on survey results. Given our ongoing transformation and challenges, these results are encouraging and are five percentage points above the Civil Service benchmark engagement score of 64%. The survey responses reflect the effects of initiatives over the last year and identify areas for continued focus and improvement around creating a great employee experience.



Our aim remains to respond effectively to survey feedback and promote a more engaged and productive workforce. We are continuing with our corporate action plan developed from the 2023 survey feedback, working with our directorate engagement groups to build on the successes we have seen this year and to allow time to sustain the improvements.

Staff composition

The information included within the staff report has been subject to audit.

The table below shows the full headcount for the number of senior civil service staff (or equivalent) by band during the year.

Senior civil service staff band	2024/25 Number of senior service staff	2023/24 Number of senior service staff
Band 1	9	10
Band 2	1	1
Total	10	11

This table has been subject to audit.

The average number of employees during the period was as follows:

Staff numbers by location	2024/25 Total employees	2024/25 Full-time equivalent posts (FTE)	2023/24 Total employees	2023/24 Full-time equivalent posts (FTE)
Cardiff	1577	1480	1,284	1,199
Belfast	22	21	22	21
Edinburgh	36	34	36	35
Total	1,635	1,535	1,342	1,255

This table has been subject to audit.



Staff numbers by activity	2024/25 Total employees	2024/25 Full-time equivalent posts (FTE)	2023/24 Total employees	2023/24 Full-time equivalent posts (FTE)
Customer Delivery Directorate and Late Filing Penalties	917	845	738	674
Digital Services	331	322	298	291
Corporate Services	352	338	252	237
Strategy	4	0	27	26
Chief Executive and Registrar and legal	31	30	27	27
Total	1635	1535	1,342	1,255
Staff who worked on capital projects (also included above)	146	-	145	-

This table has been subject to audit.

In addition, the average number of contract staff was 69 (2023 to 2024: 73) of whom 42 (2023 to 2024: 63) were included on capital projects.

Staff numbers by contract type (average headcount)	2024/25	2023/24
Staff with a permanent (UK) employment contract with Companies House	1,611	1,315
Other staff engaged on the objectives of Companies House	24	27
Total	1,635	1,342
Other temporary staff not employed by Companies House but engaged on the objectives of Companies House (not included above)	364	287

This table has been subject to audit.



Staff composition (average headcount)	2024/25 Female	Male	Total	2023/24 Female	Male	Total
Directors (senior civil servants)	5	4	9	5	4	9
Employees	876	750	1,626	731	602	1,333
Total	881	754	1,635	736	606	1,342

There were 5 independent non-Executive Board members as at 31 March 2025 (2023 to 2024: 5).

The average staff turnover in the year was 7% (2023 to 2024: 10%).

During 2024 to 2025, the total number of whole time equivalent (WTE) days lost to sickness absence was 11,284 days (2023 to 2024: 8,913 days). This equated to an average of 7.45 working days lost per staff member (2023 to 2024: 6.67 days); a total sickness absence rate of 2.8% (2023 to 2024: 2.9%).

Staff costs

Staff costs (for the above persons)	2024/25 £'000	2023/24 £'000
Salaries	57,880	48,727
National Insurance	5,911	4,932
Pension costs	15,698	11,862
Contract staff	13,991	12,673
Capitalised staff costs (included above)	(1,570)	(1,362)
Capitalised contract staff project costs (included above)	(3,131)	(2,076)
Staff costs per operating account	88,779	74,756

This table has been subject to audit.



Civil service pensions

Pension benefits are provided through the civil service pension arrangements. From 1 April 2015, a new pension scheme for civil servants was introduced—the Civil Servants and Others Pension Scheme, or alpha. This provides benefits on a career average basis with a normal pension age equal to the member's State Pension age (or 65 if higher). From that date, all newly appointed civil servants and the majority of those already in service, joined alpha. Prior to that date, civil servants participated in the Principal Civil Service Pension Scheme (PCSPS). The PCSPS has four sections; three providing benefits on a final salary basis (classic, premium or classic plus) with a normal pension age of 60, and one providing benefits on a whole career basis (nuvos) with a normal pension age of 65.

These statutory arrangements are unfunded with the cost of benefits met by monies voted by Parliament each year. Pensions payable under classic, premium, classic plus, nuvos and alpha are increased annually in line with the pensions increase legislation. Existing members of the PCSPS who were within 10 years of their normal pension age on 1 April 2012 remained in the PCSPS after 1 April 2015. Those who were between 10 years and 13 years and 5 months from their normal pension age on 1 April 2012 switched into alpha sometime between 1 June 2015 and 1 February 2022. Because the government plans to remove discrimination identified by the courts in the way that the 2015 pension reforms were introduced for some members, it is expected that in due course, eligible members with relevant service between 1 April 2015 and 31 March 2022 may be entitled to different pension benefits in relation to that period (and this may affect the CETV shown in this report—see above).

All members who switch to alpha have their PCSPS benefits “banked”, with those with earlier benefits in one of the final salary sections of the PCSPS having those benefits based on their final salary when they leave alpha. (The pension figures quoted for officials show pension earned in PCSPS or alpha as appropriate. Where the official has benefits in both the PCSPS and alpha, the figure quoted is the combined value of their benefits in the two schemes.) Members joining from October 2002 may opt for either the appropriate defined benefit arrangement or a defined contribution (money purchase) pension with an employer contribution (partnership pension account).

Employee contributions are salary-related and range between 4.6% and 8.05% for members of classic, premium, classic plus, nuvos and alpha. Benefits in classic accrue at the rate of 1/80th of final pensionable earnings for each year of service. In addition, a lump sum equivalent to three years initial pension is payable on retirement. For premium, benefits accrue at the rate of 1/60th of final pensionable earnings for each year of service. Unlike classic, there is no automatic lump sum. Classic plus is essentially a hybrid with



benefits for service before 1 October 2002 calculated broadly as per classic, and benefits for service from October 2002 worked out as in premium. In nuvos, a member builds up a pension based on their pensionable earnings during their period of scheme membership.

At the end of the scheme year (31 March) the member's earned pension account is credited with 2.3% of their pensionable earnings in that scheme year and the accrued pension is uprated in line with the pensions increase legislation. Benefits in alpha build up in a similar way to nuvos, except that the accrual rate is 2.32%. In all cases, members may opt to give up (commute) pension for a lump sum up to the limits set by the Finance Act 2004.

The partnership pension account is an occupational defined contribution pension arrangement which is part of the Legal & General Mastertrust. The employer makes a basic contribution of between 8% and 14.75% (depending on the age of the member). The employee does not have to contribute, but where they do make contributions, the employer will match these up to a limit of 3% of pensionable salary (in addition to the employer's basic contribution). Employers also contribute a further 0.5% of pensionable salary to cover the cost of centrally provided risk benefit cover (death in service and ill health retirement).

The accrued pension quoted is the pension the member is entitled to receive when they reach pension age, or immediately on ceasing to be an active member of the scheme if they are already at or over pension age. Pension age is 60 for members of classic, premium and classic plus, 65 for members of nuvos, and the higher of 65 or State Pension age for members of alpha. (The pension figures quoted for officials show pension earned in PCSPS or alpha as appropriate. Where the official has benefits in both the PCSPS and alpha, the figure quoted is the combined value of their benefits in the two schemes but note that part of that pension may be payable from different ages.)

Further details about civil service pension arrangements can be found at the website www.civilservicepensionscheme.org.uk

Further information on the treatment of pension liabilities is included in the accounting policies (note 1 of the financial statements).



Consultancy and the use of contingent labour

Consultancy and the use of contingent labour	2024/25 £'000	2023/24 £'000
Consultancy expenditure	342	166
Contingent labour expenditure	13,991	12,673

The use of contingent labour has increased during the year, to supplement the existing workforce and support the extensive transformation programme.

Compensation for loss of office

Companies House did not run an exit release scheme during 2024 to 2025. This means that no members of staff left during the year under a voluntary exit scheme (2023 to 2024: Nil), and no compensation payments were made during the year (2023 to 2024: Nil).

During the year 4 employees (2023 to 2024: 4) received compensation payments totalling £33,679 following their efficiency departure (2023 to 2024: £193,563).

This section has been subject to audit.

Off-payroll engagements

The table below shows the number of highly paid off-payroll worker engagements as at 31 March 2025, who earned £245 per day or greater.

	2024/25
Number of existing engagements as at 31 March 2025	285
Of which:	
- Number that have existed for less than one year	58
- Number that have existed for between one and two years	128
- Number that have existed for between two and three years	86
- Number that have existed for between three and four years	8
- Number that have existed for more than 4 years	5

The table below shows the number of highly paid off-payroll workers engaged at any point during the year ending 31 March 2025, who earned £245 per day or greater.

	2024/25
Number of temporary off-payroll workers engaged during the year ending 31 March 2024 earning £245 per day or greater.	340
Of which:	
- Not subject to off-payroll legislation	233
- Subject to off-payroll legislation and determined as in-scope of IR35	0
- Subject to off-payroll legislation and determined as out-of-scope of IR35	131
- Number of engagements reassessed for compliance or assurance purposes during the year	0
- Of which: Number of engagements that saw a change to IR35 status following review	0



The table below shows any off-payroll engagements of board members and/or senior officials with significant financial responsibility between 1 April 2024 and 31 March 2025.

	2024/25
Number of off-payroll engagements of board members and/or senior officials with significant financial responsibility during the financial year	0
Number of individuals on-payroll and off-payroll that have been deemed board members and/or senior officials with significant financial responsibility during the financial year	10

Auditable and non-auditable elements of this report

The tables in this remuneration and staff report specified as audited have been subject to audit and are referred to in the Certificate and Report of the Comptroller and Auditor General to the House of Commons. The Comptroller and Auditor General's opinion is included within this certificate and report.

Parliamentary accountability and audit report

Parliamentary accountability

The information included within the Parliamentary accountability report has been subject to audit.

Fees and charges

The following information on the main activities of Companies House is produced for fees and charges purposes and does not constitute segmental reporting under IFRS 8.

	Number	Income	Cost of services ⁴	Surplus / (deficit)
	2024/25 000	2024/25 £'000	2024/25 £'000	2024/25 £'000
Registration activities:¹				
Confirmation statement	4,319	138,580	(142,110)	(3,530)
Incorporations	808	36,825	(20,745)	16,080
LFP & Sanction recovery		15,934	(15,934)	-
Other regulatory activities	8,149	26,111	(11,102)	15,009
		217,450	(189,891)	27,559
Dissemination activities²	69	2,017	(5,116)	(3,099)
Other services³		823	(2,955)	(2,132)
Total as per operating account		220,290	(197,962)	22,328

This table has been subject to audit.

1. Registration activities includes incorporation, annual registration, change of name, mortgage registration, dissolution, liquidation, and recharges of costs incurred in the administration of late filing penalties and civil sanctions.

2. Dissemination activities includes searches delivered on paper, electronically and to bulk customers. The deficit is a result of the free provision of dissemination services to users.
3. The costs of services are made up of all other expenditure incurred which is outside of the costs to deliver registration and dissemination activities. The deficit is a result of the transformational reform Companies House is currently undertaking and is not recovered through fees.
4. Cost of services includes interest payable, interest receivable, and dividends payable, in accordance with the cost recovery principles of the Treasury's "Managing Public Money". Support costs are apportioned based on the usage made by the main service providers. Costs are directly attributable to services where possible.

We charge fees for work and services carried out on behalf of the registrars. These fees are set through legislation. We manage these fees according to the principles of 'Managing Public Money' where fees are set to cover full costs including the cost of capital.

The objective of these fees is to fund the cost of work carried out on behalf of the registrars. This excludes the funding of capital expenditure and the issuing and pursuit of penalties, which is considered an unfair burden on compliant companies.

During the year, Companies House created a surplus in excess of the cost of capital, this was due to lower than planned expenditure primarily attributable to:

- delay in the implementation of identity verification, resulting in running costs not materialising
- lower than planned and delayed recruitment activity

The fees were increased from the 1 May 2024 and these are detailed on the GOV.UK website. The increase in fees fund the cost of measures introduced under the Economic Crime and Corporate Transparency Act 2023 (ECCT Act).

Example fees for digital filing for companies and overseas entities (ROE) include:

Transaction	Fee till 30 April 2024	Fee from 1 May 2024
Confirmation statement	£13	£34
Incorporation	£12	£50
Other regulatory registration - Change of name	£8	£20
Other regulatory registration - Voluntary strike off	£8	£33
Other regulatory registration - ROE registration	£100	£234
Other regulatory registration - ROE update statement	£120	£234



Regularity of expenditure

Companies House administers its affairs ensuring prudent and economical administration, avoidance of waste and extravagance, and efficient and effective use of all available resources. Adequate controls exist to ensure the propriety and regularity of its finances.

Special payments and losses

There were no losses made under this category that met the reporting threshold of £300,000 (2023 to 2024: no losses).

There were no special payments (2023 to 2024: no payments).

Remote contingent liabilities

There are no remote contingent liabilities to disclose for 2024 to 2025 (2023 to 2024: Nil).

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales

30 October 2025



The certificate and report of the Comptroller and Auditor General to the House of Commons

Opinion on financial statements

I certify that I have audited the financial statements of Companies House for the year ended 31 March 2025 under the Government Resources and Accounts Act 2000.

The financial statements comprise the Companies House

- Statement of Financial Position as at 31 March 2025;
- Statement of Comprehensive Net Expenditure, Statement of Cash Flows and Statement of Changes in Taxpayers' Equity for the year then ended; and
- the related notes including the significant accounting policies.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and UK adopted international accounting standards.

In my opinion, the financial statements:

- give a true and fair view of the state of Companies House's affairs as at 31 March 2025 and its net income for the year then ended; and
- have been properly prepared in accordance with the Government Resources and Accounts Act 2000 and HM Treasury directions issued thereunder.

Opinion on regularity

In my opinion, in all material respects, the income and expenditure recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.



Basis for opinions

I conducted my audit in accordance with International Standards on Auditing (UK) (ISAs UK), applicable law and Practice Note 10 Audit of Financial Statements and Regularity of Public Sector Bodies in the United Kingdom (2024). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my certificate.

Those standards require me and my staff to comply with the Financial Reporting Council's Revised Ethical Standard 2019. I am independent of Companies House in accordance with the ethical requirements that are relevant to my audit of the financial statements in the UK. My staff and I have fulfilled our other ethical responsibilities in accordance with these requirements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Conclusions relating to going concern

In auditing the financial statements, I have concluded that Companies House's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work I have performed, I have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on Companies House's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

My responsibilities and the responsibilities of the Accounting Officer with respect to going concern are described in the relevant sections of this certificate.

The going concern basis of accounting for Companies House is adopted in consideration of the requirements set out in HM Treasury's Government Financial Reporting Manual, which requires entities to adopt the going concern basis of accounting in the preparation of the financial statements where it is anticipated that the services which they provide will continue into the future.



Other information

The other information comprises information included in the Annual Report, but does not include the financial statements and my auditor's certificate and report thereon. The Accounting Officer is responsible for the other information.

My opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in my certificate, I do not express any form of assurance conclusion thereon.

My responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

If I identify such material inconsistencies or apparent material misstatements, I am required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

I have nothing to report in this regard.

Opinion on other matters

In my opinion the part of the Remuneration and Staff Report to be audited has been properly prepared in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000.

In my opinion, based on the work undertaken in the course of the audit:

- the parts of the Accountability Report subject to audit have been properly prepared in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000;
- the information given in the Performance and Accountability Reports for the financial year for which the financial statements are prepared is consistent with the financial statements and is in accordance with the applicable legal requirements.



Matters on which I report by exception

In the light of the knowledge and understanding of the Companies House and its environment obtained in the course of the audit, I have not identified material misstatements in the Performance and Accountability Reports.

I have nothing to report in respect of the following matters which I report to you if, in my opinion:

- adequate accounting records have not been kept by Companies House or returns adequate for my audit have not been received from branches not visited by my staff; or
- I have not received all of the information and explanations I require for my audit; or
- the financial statements and the parts of the Accountability Report subject to audit are not in agreement with the accounting records and returns; or
- certain disclosures of remuneration specified by HM Treasury's Government Financial Reporting Manual have not been made or parts of the Remuneration and Staff Report to be audited is not in agreement with the accounting records and returns; or
- the Governance Statement does not reflect compliance with HM Treasury's guidance.

Responsibilities of the Accounting Officer for the financial statements

As explained more fully in the Statement of Accounting Officer's Responsibilities, the Chief Executive as Accounting Officer is responsible for:

- maintaining proper accounting records;
- providing the C&AG with access to all information of which management is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters;
- providing the C&AG with additional information and explanations needed for his audit;
- providing the C&AG with unrestricted access to persons within Companies House from whom the auditor determines it necessary to obtain audit evidence;
- ensuring such internal controls are in place as deemed necessary to enable the preparation of financial statements to be free from material misstatement, whether due to fraud or error;



- preparing financial statements which give a true and fair view and are in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000;
- preparing the annual report, which includes the Remuneration and Staff Report, in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000; and
- assessing Companies House's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Accounting Officer anticipates that the services provided by the Companies House will not continue to be provided in the future.

Auditor's responsibilities for the audit of the financial statements

My responsibility is to audit, certify and report on the financial statements in accordance with the Government Resources and Accounts Act 2000.

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a certificate that includes my opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was considered capable of detecting non-compliance with laws and regulations, including fraud

I design procedures in line with my responsibilities, outlined above, to detect material misstatements in respect of non-compliance with laws and regulations, including fraud. The extent to which my procedures are capable of detecting non-compliance with laws and regulations, including fraud is detailed below.



Identifying and assessing potential risks related to non-compliance with laws and regulations, including fraud

In identifying and assessing risks of material misstatement in respect of non-compliance with laws and regulations, including fraud, I:

- considered the nature of the sector, control environment and operational performance including the design of Companies House's accounting policies and key performance indicators.
- inquired of management, Companies House's head of internal audit and those charged with governance, including obtaining and reviewing supporting documentation relating to Companies House's policies and procedures on:
 - identifying, evaluating and complying with laws and regulations;
 - detecting and responding to the risks of fraud; and
 - the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations including Companies House's controls relating to Companies House's compliance with the Government Resources and Accounts Act 2000 and Managing Public Money.
- inquired of management, Companies House's head of internal audit and those charged with governance whether:
 - they were aware of any instances of non-compliance with laws and regulations;
 - they had knowledge of any actual, suspected, or alleged fraud,
- discussed with the engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, I considered the opportunities and incentives that may exist within Companies House for fraud and identified the greatest potential for fraud in the following areas: revenue recognition, posting of unusual journals, complex transactions and bias in management estimates. In common with all audits under ISAs (UK), I am required to perform specific procedures to respond to the risk of management override.

I obtained an understanding of Companies House's framework of authority and other legal and regulatory frameworks in which Companies House operates. I focused on those laws and regulations that had a direct effect on material amounts and disclosures in the financial statements or that had a fundamental effect on the operations of Companies House. The key laws and regulations I considered in this context included Government Resources and Accounts Act 2000, Managing Public Money, Supply and Appropriation (Main Estimates) Act 2024, Companies Act 2006, employment law, pensions legislation and tax legislation.



Audit response to identified risk

To respond to the identified risks resulting from the above procedures:

- I reviewed the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described above as having direct effect on the financial statements;
- I enquired of management, the Audit and Risk Committee concerning actual and potential litigation and claims;
- I reviewed minutes of meetings of those charged with governance and the Board; and internal audit reports; and
- I addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and other adjustments; assessing whether the judgements on estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

I communicated relevant identified laws and regulations and potential risks of fraud to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

A further description of my responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

www.frc.org.uk/auditorsresponsibilities. This description forms part of my certificate.

Other auditor's responsibilities

I am required to obtain sufficient appropriate audit evidence to give reasonable assurance that the expenditure and income recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control I identify during my audit.

Report

I have no observations to make on these financial statements.

Gareth Davies
Comptroller and Auditor General

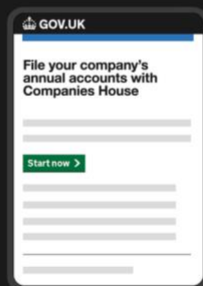
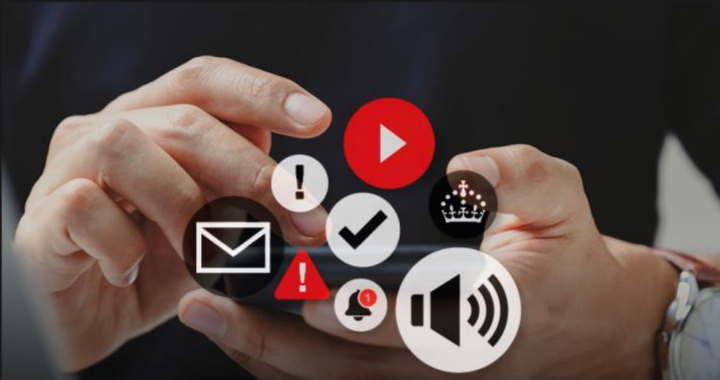
Date 30 October 2025

National Audit Office
157-197 Buckingham Palace Road
Victoria
London
SW1W 9SP



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Financial statements





Statement of comprehensive net income for the year ending 31 March 2025

	Note	2024/25 £'000	2023/24 £'000
Total operating income	2	220,290	90,504
Staff costs	3	(88,779)	(74,756)
Non-staff administration costs	4	(109,119)	(43,232)
Intra-government transfers (expense)		-	(2,850)
Total operating expenditure		(197,898)	(120,838)
Net operating income/(expenditure)		22,392	(30,334)
Interest payable on lease liability	6	(64)	(11)
Net income/(expenditure) for the year		22,328	(30,345)
Comprehensive net income/(expenditure) for the year		22,328	(30,345)

All income and expenditure is derived from continuing activities.

The accompanying notes form part of the financial statements.



Statement of financial position as at 31 March 2025

	Note	2024/25 £'000	2023/24 £'000
Non-current assets			
Property, plant and equipment	5	1,939	1,390
Right of use assets	6	2,702	2,122
Intangible assets	7	50,189	40,001
Total non-current assets		54,830	43,513
Current assets			
Trade and other receivables	8	38,104	14,132
Cash and cash equivalents	9	37,509	9,363
Total current assets		75,613	23,495
Total assets		130,443	67,008
Non-current liabilities			
Provisions	11	-	-
Lease liability	6	(2,042)	(1,454)
Total non-current liabilities		(2,042)	(1,454)
Current liabilities			
Trade and other payables	10	(36,656)	(17,374)
Provisions	11	(386)	(614)
Lease liability	6	(688)	(506)
Total current liabilities		(37,730)	(18,494)
Total liabilities		(39,772)	(19,948)
Assets less liabilities		90,671	47,060



	Note	2024/25 £'000	2023/24 £'000
Taxpayers' equity			
General fund		90,671	47,060
Total		90,671	47,060

The accompanying notes form part of the financial statements.

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales
30 October 2025



Statement of cash flows for the year ending 31 March 2025

	Note	2024/25 £'000	2023/24 £'000
Cash flows from operating activities			
Net operating income/(expenditure)	SoCNE	22,392	(30,334)
Non-cash transactions			
Depreciation and amortisation	5, 6, 7	7,684	7,754
(Profit)/Loss on disposal	4	(4)	429
Impairment	5, 6, 7	291	-
Intra-government transfers (expense)		-	2,850
Auditor's remuneration	SoCNE	83	85
Changes in operating assets and liabilities			
(Increase) in trade and other receivables	8	(23,972)	(2,573)
Increase in trade and other payables	10	19,282	2,900
Movements in payables relating to items not passing through the operating account		200	67
Movement in provisions	11	103	(712)
Net cash inflow/(outflow) from operating activities		26,059	(19,534)
Cash flows from investing activities			
Purchase of property, plant and equipment and ROU assets	5, 6	(2,326)	(1,288)
Purchase of intangible assets	7	(16,226)	(15,200)
Proceeds of sale of assets		4	
Net cash outflow from investing activities		(18,548)	(16,488)



	Note	2024/25 £'000	2023/24 £'000
Cash flows from financing activities			
Principal element of finance lease payments	6	(565)	(2,116)
Net Parliamentary funding – drawn down	SoCTE	21,200	40,277
Net cash inflow from financing activities		20,635	38,161
Net increase in cash and cash equivalents in the period		28,146	2,139
Cash and cash equivalents as at the start of the period		9,363	7,224
Cash and cash equivalents as at the end of the period		37,509	9,363

The accompanying notes form part of the financial statements.



Statement of changes in taxpayers' equity for the year ending 31 March 2025

	Note	General fund £'000	Total reserves £'000
Balance as at 1 April 2023		37,043	37,043
Comprehensive net expenditure for the year		(30,345)	(30,345)
Net Parliamentary funding—drawn down		40,277	40,277
Non-cash charges—auditor's remuneration		85	85
Balance as at 31 March 2024		47,060	47,060
Balance as at 1 April 2024		47,060	47,060
Comprehensive net expenditure for the year		22,328	22,328
Net Parliamentary funding—drawn down		21,200	21,200
Non-cash charges—auditor's remuneration		83	83
Balance as at 31 March 2025		90,671	90,671

The general fund serves as the chief operating fund. We use the general fund to account for all financial resources except those we're required to account for in another fund.

The accompanying notes form part of the financial statements.



Notes to the accounts for the year ending 31 March 2025

1. Statement of accounting policies

1.1 Basis of accounting

Companies House has used applicable law and UK adopted international accounting standards as the financial reporting framework in the preparation of the financial statements. We have prepared these financial statements in accordance with the International Financial Reporting Standards (IFRS) as adapted and interpreted by HM Treasury (HMT) Government Financial Reporting Manual: 2024 to 2025 (FReM) and as set out in the Accounts Direction to the Department for Business and Trade (DBT) according to section 5(2) of the Government Resources and Accounts Act 2000 (GRAA). Where the FReM permits a choice of accounting policy, the policy selected is that judged to be most appropriate to the particular circumstances of the DBT Departmental Group for the purpose of giving a true and fair view. We have described the policies that Companies House has adopted below and applied them consistently to items considered material to the accounts. Companies House is domiciled in the UK.

The agency is considered a going concern in accordance with the requirements of the Government Financial Reporting Manual (FReM) and International Accounting Standard (IAS) 1, on the basis that it is a statutory body performing functions and services in accordance with legislation that is expected to continue into the future. Income is generated through regulated fees, with additional funding underwritten by its parent department, the Department for Business and Trade (DBT), to support enforcement and transformation services. Therefore, it is considered appropriate for the financial statements to be prepared on a going concern basis.



1.2 Accounting convention

Companies House has prepared these accounts under the historical cost convention modified to measure property, plant and equipment, intangibles, investment properties and financial instruments at fair value to the extent required or permitted under IFRS as set out in these accounting policies.

1.3 Presentational currency

The financial statements are presented in pounds sterling, the functional currency of Companies House. We have translated transactions denominated in a foreign currency into sterling at the rate of exchange on the date of each transaction. In preparing the financial statements, we have translated monetary assets and liabilities denominated in foreign currencies at the rates prevailing at the reporting date. All translation differences of monetary assets and liabilities are included in net income for the year.

1.4 Significant accounting judgements, estimates and assumptions

Management must make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses to prepare the financial statements in conformity with the IFRS. Actual results may differ from these estimates.

We review estimates and underlying assumptions on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. Information about critical judgements and estimates in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements include:

- subsequent measurement of right of use assets under IFRS 16 (note 7)
- estimated useful life of intangible assets (note 8)
- assessment of the existence of impairment indicators for intangible assets (note 8)



1.5 New and amended standards adopted

We have adopted no new additional standards in these financial statements.

1.6 Standards issued but not yet effective

IFRS 17 Insurance Contracts replaces IFRS 4 Insurance Contracts and is to be included in the FReM for mandatory implementation from 2025 to 2026. It establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of this Standard. We have undertaken a current assessment of impact and management's view is that this will not have any material impact.

IFRS 18 Presentation and Disclosure in Financial Statements will replace International Accounting Standard (IAS) 1 Presentation of Financial Statements and is effective for annual reporting periods beginning on or after 1 January 2027 in the private sector. The public sector implementation date is not yet confirmed. We are still assessing the impact of IFRS 18 on the public sector.

IFRS 19 Subsidiaries without Public Accountability: Disclosures was issued in May 2024 and applies to annual reporting periods beginning on or after 1 January 2027 (subject to UK and FRAB endorsement). The Standard permits certain eligible subsidiaries to apply reduced disclosure requirements when preparing their financial statements. IFRS 19 is not expected to have an impact on our financial statements.

In December 2023 HM Treasury released an exposure draft on potential changes to make to valuing and accounting for non-investment assets (for example, property, plant and equipment, intangible assets). The changes to the valuation and accounting of non-investment assets is to be included in the 2025 to 2026 FReM for mandatory implementation. Management's view is that this will not have any impact on the valuation of its non-investment assets.



1.7 Revenue recognition

Operating income represents fees and charges in respect of services provided. Operating income is made up of regulatory and search services. Regulatory and search services income is out of scope for Value Added Tax (VAT) purposes.

Regulatory services

The recognition of regulatory fees depend on:

- the number of entities on the register, which drives annual confirmation statement filings
- the demand for limited liability incorporations, which drives incorporation applications
- external factors such as the economy, legislative changes and taxation policies, which drives dissolution
- the number of late filing penalties incurred which drive the income collected from DBT to reimburse costs relating to late filing penalty collection activities.

Companies House's income from regulatory activities are assessed under the IFRS 15 framework as follows:

- the fee is payable when the document is filed - the contract should commence at the date the document is filed
- for a fee to be payable, the filing company is required to submit the relevant transaction and pay the associated filing fee at the same time
- the performance obligation is typically satisfied when the document is filed
- the transaction price is fixed by fees order
- at each performance obligation, the transaction price is allocated to the transaction filed
- revenue is recognised when the relevant transaction is registered, which in effect is materially at the same time



Search services

Many of Companies House's search services are available for free from the Companies House GOV.UK homepage, such as getting basic company information. Other services, such as ordering certified copies of certificates and documents, attract fees and are driven by user demand for the services. Companies House's income from search activities are assessed under the IFRS 15 framework as follows:

- the fee is payable on request for information
- the performance obligation arises when the information is provided
- the transaction price is fixed by fees order
- the performance obligation is the provision of the information requested
- revenue is recognised at the point of provision of the information which is materially the same time as the request

Other operating income

Other operating income includes an amount recovered from DBT for running costs incurred by Companies House in respect of the charging, administration and collection of penalties raised on companies because of the late filing of accounts and civil sanctions. Income is recognised when expenditure is incurred. Any miscellaneous income, for example rent receivable, is classified as other operating income, and is recognised in the period to which it relates.

1.8 Staff costs

Under IAS 19 Employee Benefits, we must record all staff costs as an expense as soon as the organisation is obligated to pay them. This includes the cost of any untaken leave as at the year end. The cost of untaken leave has been determined using data from leave records.

1.9 Taxation

Companies House is exempt from corporation tax by way of Crown exemption. Companies House is not registered separately for VAT but falls within DBT registration. Irrecoverable VAT on expenditure is charged to the SoCNE and is capitalised in relation to the purchase of fixed assets.



1.10 Property, plant and equipment (PPE)

Assets are capitalised as PPE if they are intended for use on a continuing basis and their original carrying value, on an individual or asset pool basis, exceeds the relevant capitalisation threshold of £2,000. All research expenditure is written off as incurred. Assets under construction which are integral to property leased from the Government Property Agency (GPA) are transferred to GPA when the asset is ready for use.

Valuation of PPE

PPE is held at historical cost and assets under construction are held at cost. In accordance with the FReM, assets that have short useful lives or are of low value are carried at depreciated historical cost less impairment as a proxy for fair value. The difference between these is not considered material to the accounts.

Depreciation of PPE

PPE assets are depreciated to estimated residual values on a straight-line basis over the following estimated useful lives:

- leasehold improvements: over the life of the lease
- IT equipment: 2 to 5 years
- plant and machinery: 4 to 10 years

Depreciation will be charged for the full month in which the asset is capitalised.

1.11 Intangible assets

Intangible non-current assets are capitalised if:

- they are intended for use on a continuing basis
- their original carrying value, on an individual or asset pool basis, is over the relevant capitalisation threshold of £2,000

There are no active markets for Companies House's intangible assets which are valued at the lower of depreciated replacement cost and value in use. Where there is no value in use, depreciated replacement cost is used.

In accordance with IAS 38 Intangibles, the policy on expenditure incurred on the replacement of Companies House's Core Information Processing System (CHIPS), and the web based front end system Companies House Service (CHS), is to capitalise only costs directly attributable to creating and developing the platform. Software development



expenditure (covering the costs of third-party work and the direct costs of in-house staff effort) is capitalised when it is incurred on projects which will deliver future economic benefits. Intangible assets acquired separately are measured on initial recognition at cost.

Companies House adopt an agile project management methodology towards software development. Capitalisation ceases when all the activities that are necessary to prepare the asset for use are substantially complete and the asset can operate in the manner intended by management. Subsequent expenditure will be capitalised if it enhances the economic benefits potential of the asset.

Amortisation of intangible assets

Amortisation commences at the point of commercial deployment over the asset's estimated useful economic life. The useful economic lives of CHIPS and CHS are regularly reassessed against our IT strategy and revised where necessary.

They are amortised on a straight-line basis over the following periods:

- CHIPS: 18 years
- CHS: 14 years
- IT projects: 3 to 10 years

1.12 Impairment of PPE and intangible assets

Companies House reviews carrying amounts at each reporting date. If an indicator for impairment occurs, then the recoverable amount of the asset (the higher of fair value less costs to sell and value in use) is estimated, and an impairment loss recognised to the extent that it is lower than the carrying amount. Losses arising from a clear consumption of economic benefit are charged to net expenditure for the year. Losses that do not result from a loss of economic value or service potential are taken to the revaluation reserve to the extent that a revaluation reserve exists for the impaired asset. Otherwise, to net expenditure for the year.

1.13 Cash and cash equivalents

Cash and cash equivalents comprise current balances with banks and other financial institutions, which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. Any bank overdraft amounts are included within trade payables and other liabilities.



1.14 Leases

Leases as a lessee

IFRS 16 represents a significant change in lessee accounting by:

- removing the distinction between operating leases (off-statement of financial position financing) and finance leases (on-statement of financial position financing)
- introducing a single lessee accounting model

Per IFRS 16, a lease is to be recognised when a contract, or part of a contract, conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration.

IFRS 16 requires the recognition of all leases as finance leases with exemption given to low value leases and short-term leases. That is, those leases with “low value” de minimis threshold of £10,000 or lease terms of less than 12 months. This results in the recognition of right of use assets, measured at the present value of future lease payments, and matching liabilities in the Statement of financial position (SoFP).

The right of use assets are initially measured at cost, which comprises the initial amount of the lease liability adjusted for initial direct costs, prepayments or incentives, and costs related to restoration at the end of a lease. The revaluation model is used as the subsequent measurement basis for the class of right of use assets relating to buildings, using cost as an appropriate proxy for current value in existing use or fair value where there is not a material difference and engaging professional valuers where otherwise.

After the commencement date (the date that the lessor makes the underlying asset available for use by Companies House), Companies House measures the lease liability by:

- increasing the carrying amount to reflect interest
- reducing the carrying amount to reflect lease payments made
- remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised in substance fixed lease payments.

We remeasure the lease liability if there is a change in the:

- lease term
- assessment of purchase option
- amounts expected to be payable under a residual value guarantee
- future payments resulting from changes in an index or rate



Impact of the standard

Companies House has 3 property leases at 31 March 2025 relating to the lease of our office spaces in Cardiff, Edinburgh and Belfast which are in scope for IFRS 16. Companies House has applied the HMT central internal rate of borrowing to measure liabilities that commence and are remeasured in-year of 4.72% and 4.81%.

Valuation of right of use assets

As outlined in the FReM, the subsequent measurement basis of right of use assets shall be consistent with the principles for subsequent measurement of owned property, plant and equipment set out in the FReM adaptations to IAS 16.

Accordingly, right of use assets are measured at current value in existing use. Leases of buildings which give rise to right of use assets with a lower value or shorter lease term, are held using the cost measurement model as a proxy for current value in existing use.

Current value in existing use for all other right of use assets is determined using professional valuations in accordance with the Royal Institution of Chartered Surveyors' (RICS) valuation standards. The full replacement cost of the right of use assets are calculated by identifying the current market rental value that could be achieved for existing use of the right of use asset and capitalising it for the full remaining lease term from the valuation date. The valuation should reflect the terms and conditions of the lease giving rise to the right of use asset and should reflect an assumption that Companies House requires the use of the entire right of use asset.

Any revaluation gains or losses are treated in accordance with the principles for owned property, plant and equipment, set out in the FReM adaptations to IAS 16.

Leases as a lessor

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset.

Where leases as a lessor are classified as finance leases, amounts due from lessees under finance leases are recognised as receivables at the amount of Companies House's net investment in the lease. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on Companies House's net investment outstanding in respect of the leases.



Where leases as a lessor are classified as operating leases, assets subject to operating leases are recognised in the SoFP with rental income plus initial direct costs incurred in arranging the lease, including incentives to the lessee to enter into the lease, recognised on a straight-line basis over the lease term.

1.15 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised in the statement of financial position when Companies House becomes a party to the contractual provisions of an instrument.

There are no derivative financial instruments, financial instruments held for trading or financial instruments classified as held for sale.

Financial assets

Companies House hold financial assets in the following categories:

- receivables held at amortised cost
- cash and cash equivalent

Both receivables and cash and cash equivalents are held at amortised cost.

Financial liabilities

Companies House hold financial liabilities in the following categories:

- trade payables
- accruals
- other payables

Trade payables, accruals and other payables are amounts established as due at the reporting date, but where payment is made subsequently. Since these balances are expected to be settled within 12 months of the reporting date there is no material difference between fair value, amortised cost and historical cost.



1.16 Pension costs

Unfunded defined benefit pension schemes

Most past or present employees are covered by the provisions of the Principal Civil Service Pension Scheme (PCSPS) and alpha (a new pension scheme introduced on 1 April 2015). These are defined benefit schemes open to participating public sector bodies in which the benefit the employee receives during retirement is dependent on factors such as age, length of service and salary. These schemes are administered by My CSP on behalf of the Cabinet Office.

Companies House pays contributions into these schemes at an agreed rate.

As one of many participating organisations, Companies House cannot identify its share of any liability for making future pension payments to members. Accordingly, Companies House accounts for this as if it were a defined contribution scheme and recognises the costs of these contributions when they fall due.

Defined contribution pension schemes

Employees may choose to join a personal stakeholder pension scheme instead, if the scheme meets the minimum criteria set out by the government. These are defined contribution schemes where Companies House pays established contribution rates into a separate fund. The amount of pension benefit that a member receives in retirement depends on the performance of the fund. Companies House recognises the cost of these contributions in the SoCNE when they fall due. There is no further payment obligation for Companies House once the contributions have been paid.

1.17 Provisions

A provision is recognised when it is probable that an outflow of economic benefits will be required to settle a present obligation (legal or constructive), that can be reliably measured, and which results from a past event. Where the time value of money is material, the provision is measured at present value using discount rates prescribed by HM Treasury.



2. Income from activities

	2024/25 £'000	2023/24 £'000
Registration activities		
Confirmation statement	138,580	55,010
Incorporations	36,825	10,484
Regulatory registration – Change of name	1,821	822
Regulatory registration – Voluntary dissolution	9,605	2,579
Regulatory registration – ROE	7,536	3,263
Regulatory registration – Other	7,149	4,092
Funded – Late filing penalty activity	15,363	9,728
Funded – Civil sanction activity	571	226
Sub total	217,450	86,204
Dissemination activities		
Companies House Direct	41	161
Certified copies	1,894	1,745
Other	82	71
Sub total	2,017	1,977
Other services		
Rent and rates from the sub-lease of ROU assets	-	1,277
Other	823	1,046
Sub total	823	2,323
Total as per operating account	220,290	90,504

3. Staff costs

	2024/25 £'000	2023/24 £'000
Salaries	57,880	48,727
National Insurance	5,911	4,932
Pension costs	15,698	11,862
Contract staff	13,991	12,673
Capitalised staff costs	(1,570)	(1,362)
Capitalised contract staff project costs	(3,131)	(2,076)
Staff costs per operating account	88,779	74,756

The total pension charge for the year totalled £15.7 million (2023 to 2024: £11.9 million).

For 2024 to 2025 the banded charges averaged 27.76% of pensionable pay for permanent staff (2023 to 2024: 25.28%). Within one of the civil service pension arrangements, permanent staff are allocated now at single rate of 29.0% of pensionable pay (2023 to 2024: 26.6% to 30.3%).

Employer contributions are usually reviewed every 4 years following a full scheme valuation by the Government Actuary. The date of the last actuarial valuation was 31 March 2020. The contribution rates are set to meet the cost of the benefits accruing during 2024 to 2025 to be paid when the member retires and not the benefits paid during this period to existing pensioners. All other liabilities incurred in the year were satisfied by the year end. This is an unfunded multi-employer defined benefit scheme, but Companies House is unable to identify its share of the underlying assets and liabilities.

New career average pension arrangements were introduced from 1 April 2015 and the majority of classic, premium, classic plus and nuvos members joined the new scheme.



4. Non-staff administration costs

Auditor's remuneration	2024/25 £'000	2023/24 £'000
Audit services (non-cash transaction)	83	85
Subtotal	83	85

Following Companies House's transition to a central government department, there is no cash fee payable for the audit of 2024 to 2025 Companies House's financial statements. Instead, there is a notional audit fee for 2024 to 2025 of £82,900 (2023 to 2024 notional fee: £84,723). This includes £20,725 for work carried out on the Trust Statement (2023 to 2024 notional fee: £21,181). This expense is charged within operating expenditure and recognised as a non-cash charge within the statement of changes in taxpayers' equity.



	2024/25 £'000	2023/24 £'000
Administration costs		
Chief Executive and senior managers' travel and subsistence	49	34
Other employees travel and subsistence	214	147
Staff related costs	317	539
Recruitment and training	1,307	953
Printing and stationery	5,410	4,557
Communications and awareness	561	533
Maintenance contracts/leases	4,107	3,669
Repair and maintenance - buildings	899	899
Accommodation cost	922	2,504
Property rental	171	238
Office equipment	227	99
Software	9,252	6,847
Professional services (including contact centre and costs of litigation)	23,114	12,013
The Insolvency Service – investigation and enforcement	52,096	-
Other administration costs	2,366	2,233
Subtotal	101,012	35,265
Non-cash items		
Depreciation and amortisation	7,684	7,754
Impairment	291	-
(Profit) / Loss on disposal	(4)	429
Provision expense	136	(216)
Subtotal	8,107	7,967
Total non-staff administration costs	109,119	43,232

5. Property, plant and equipment

5.1 Property, plant and equipment 2024 to 2025

	Leasehold improvement	Plant and machinery	Computer equipment	Total
	£'000	£'000	£'000	£'000
Cost or revaluation				
As at 1 April 2024	103	578	18,597	19,278
Additions	-	-	2,136	2,136
Disposals / write offs	-	-	(1,076)	(1,076)
As at 31 March 2025	103	578	19,657	20,338
Depreciation				
As at 1 April 2024	103	441	17,344	17,888
Charged in year	-	50	1,537	1,587
Disposals / write offs	-	-	(1,076)	(1,076)
As at 31 March 2025	103	491	17,805	18,399
Net book value as at 31 March 2025	-	87	1,852	1,939
Net book value as at 31 March 2024	-	137	1,253	1,390

5.2 Property, plant and equipment 2023 to 2024

	Leasehold improvement	Plant and machinery	Computer equipment	Total
	£'000	£'000	£'000	£'000
Cost or revaluation				
As at 1 April 2023	1,668	5,866	18,969	26,503
Additions	-	11	1,277	1,288
Disposals / write offs	(359)	(1,323)	(1,649)	(3,331)
Reclassifications	(27)	27	-	-
Government transfers	(1,179)	(4,003)	-	(5,182)
As at 31 March 2024	103	578	18,597	19,278
Depreciation				
As at 1 April 2023	461	3,428	18,012	21,901
Charged in year	76	519	968	1,563
Disposals / write offs	(357)	(1,251)	(1,636)	(3,244)
Government transfers	(77)	(2,255)	-	(2,332)
As at 31 March 2024	103	441	17,344	17,888
Net book value as at 31 March 2024	-	137	1,253	1,390
Net book value as at 31 March 2023	1,207	2,438	957	4,602

6. Leases

6.1 Leases as a lessee

All Companies House leases relate to property leases. They relate to the lease of the Crown Way office in Cardiff and the Belfast and Edinburgh offices from GPA.

	Buildings £'000	Total £'000
Right of use assets		
As at 1 April 2024	2,122	2,122
Additions	250	250
Dilapidation provision	(141)	(141)
Depreciation expense to SoCNE	(550)	(550)
Remeasurement	1,021	1,021
As at 31 March 2025	2,702	2,702

All of the property leases give rise to right of use assets with a lower value or shorter lease term and are held using the cost measurement model as a proxy for current value in existing use.

	Buildings £'000	Total £'000
Lease liabilities		
As at 1 April 2024	(1,960)	(1,960)
Additions	(250)	(250)
Rent repayments	565	565
Interest expense to SoCNE	(64)	(64)
Remeasurement	(1,021)	(1,021)
As at 31 March 2025	(2,730)	(2,730)

The lease term for the Cardiff office was for a total of 15 years with an end date of 31 March 2036 under a Freehold Occupancy Agreement (FOA). An 18 month break option



had been exercised giving notice to reduce the footprint from 1 April 2024 by 73%. The reduction in space is to support transformation activity. A Terms of Occupancy Agreement (TOA) with GPA was signed for a period of 5 years from 1 April 2024 and superseded by another TOA from 1 April 2025 for a period of 4 years. We are reasonably certain that we will not exercise a rolling 1 year break option and have accounted for this over its full lease term to 31 March 2029.

A Memorandum of Terms of Occupation (MOTO) was signed on a property lease for an office in Edinburgh with HMRC for a period of 21 years commencing 31 August 2023. The MOTO was transferred to GPA on the 1 January 2024. We are reasonably certain that we will exercise a rolling 5 year break option and have accounted for this over a 5 year lease term to 31 August 2028.

A TOA was signed on a property lease for an office in Belfast with GPA for a period of 20 years commencing 29 July 2024. We are reasonably certain that we will exercise a rolling 5 year break option and have accounted for this over a 5 year lease term to 28 July 2029.

The table below analyses Companies House's lease liabilities into relevant maturity groupings based on their contractual maturities. The amounts disclosed in the table are the contractual undiscounted cash flows.

	2024/25 £'000	2023/24 £'000
Amounts due		
Not later than 1 year	776	565
Later than 1 year and not later than 5 years	2,202	1,566
Later than 5 years	-	-
Discounted using the incremental borrowing rate	(248)	(171)
Total lease liability	2,730	1,960

7. Intangible assets

7.1 Intangible assets 2024 to 2025

Intangible assets include software and the associated implementation costs.

	Software £'000	Assets under construction £'000	Total £'000
Cost			
As at 1 April 2024	92,489	21,892	114,381
Additions		16,026	16,026
Impairment	(616)	-	(616)
Reclassifications	14,588	(14,588)	-
As at 31 March 2025	106,461	23,330	129,791
Amortisation			
As at 1 April 2024	74,380	-	74,380
Charged in year	5,547	-	5,547
Impairment	(325)	-	(325)
As at 31 March 2025	79,602	-	79,602
Net book value as at 31 March 2025	26,859	23,330	50,189
Net book value as at 31 March 2024	18,109	21,892	40,001

£0.4 million (2023 to 2024: £0.5 million) of the closing Net Book Value (NBV) relates to CHIPS, and £26.5 million (2023 to 2024: £17.6 million) of the closing NBV relates to other in-house projects. The remaining amortisation period for these assets is 1 to 8 years.

In accordance with Companies House's policy, all intangible assets were reviewed throughout the year and at year end for impairment.

7.2 Intangible assets 2023 to 2024

Intangible assets are software and the associated implementation costs.

	Software £'000	Assets under construction £'000	Total £'000
Cost			
As at 1 April 2023	93,020	6,669	99,689
Additions	-	15,133	15,133
Disposals / write offs	(435)	(6)	(441)
Reclassifications	(96)	96	-
As at 31 March 2024	92,489	21,892	114,381
Amortisation			
As at 1 April 2023	70,086	-	70,086
Charged in year	4,392	-	4,392
Disposals / write offs	(98)	-	(98)
As at 31 March 2024	74,380	-	74,380
Net book value as at 31 March 2024	18,109	21,892	40,001
Net book value as at 31 March 2023	22,934	6,669	29,603

8. Trade receivables and other current assets

	2024/25 £'000	2023/24 £'000
Trade receivables	8,655	2,775
Other receivables	6,971	4,722
Prepayments and accrued income	7,072	4,788
Amounts due from DBT	15,406	1,847
Total	38,104	14,132

No amounts fall due after more than one year (2023 to 2024: Nil).

9. Cash and cash equivalents

	2024/25 £'000	2023/24 £'000
Balance as at 1 April 2024	9,363	7,224
Net change in cash and cash equivalent balances ¹	28,146	2,139
Balance as at 31 March 2025	37,509	9,363
The following balances as at 31 March were held at:		
Government Banking Service—Companies House	36,337	8,733
Commercial banks and cash in hand—Companies House	1,172	630
Balance as at 31 March 2025	37,509	9,363

1. The 2024 to 2025 net change increase in cash and cash equivalents of £28 million is attributable to the increase in fees from May 2024.

10. Trade payables and other current liabilities

	2024/25 £'000	2023/24 £'000
Amounts falling due within one year		
Trade payables	5,706	252
Accruals and customer prepayments	8,949	12,113
Other payables	22,001	5,009
Total	36,656	17,374

No amounts fall due after more than one year (2023 to 2024: Nil).

11. Provisions for liabilities and charges

	Provision for onerous lease contract £'000	Dilapidation provision for lease assets £'000	Provision for efficiency departure compensation	Total £'000
Balance as at 1 April 2024	34	580	-	614
Provisions additions in the year	-	-	137	137
Provisions utilised in the year	(33)	(190)	-	(223)
Provisions written back in the year	(1)	(141)	-	(142)
Balance as at 31 March 2025	-	249	137	386

The dilapidation provision relates to leased property assets in Edinburgh and Belfast. The provision for compensation under efficiency departure relates to an employees termination on the grounds of capability.

All provisions are expected to be utilised within one year.

12. Financial commitments

The total payments to which the agency is committed are as follows:

	2024/25 £'000	2023/24 £'000
Not later than one year	40,661	38,414
Later than one year and not later than five years	34,106	41,283
Total	74,767	79,697

Financial commitments include the use of a Digital Data and Technology (DDAT) partner to support the delivery of our transformation programme and new legislative reform.

This includes the following material commitments:

	2024/25 £'000	2023/24 £'000
DDAT delivery - Consultancy and professional services	28,398	39,641
Debt collection service	8,284	561
Cyber security	7,654	-
Software support and licence	5,719	1,515
Finance platform and cloud hosting	5,718	8,744

13. Financial instruments

IFRS 7 requires Companies House to disclose information on the significance of financial instruments to its financial position and performance.

Companies House is exposed to credit risk resulting from the non-payment of debts relating to private sector customers. We review our debtors on a frequent basis to ensure that we minimise this risk and provide for debts we believe not to be fully recoverable. We have cash balances held with the Government Banking Service.



We do not believe that we have a foreign exchange rate risk as all material assets and liabilities are denominated in pound sterling, so we are not exposed to any significant currency risk.

We do not believe we are exposed to market risk as Companies Houses' fees are set by the fees model.

We do not believe we are exposed to liquidity risk as Companies House is centrally funded by DBT through the spending review.

14. Related party transactions

Companies House is an executive agency of DBT. DBT is regarded as a related party, and during this financial year, Companies House has had various material transactions with the divisions of the department including the receipt of Grant-in-aid of £21.2 million (2023 to 2024: £40.3 million).

The Insolvency Service is an executive agency of DBT. The increase in fees from 1 May 2024 is used to fund the investigation and enforcement work undertaken to implement the new measures of The Economic Crime and Corporate Transparency Act 2023 (ECCTA). During the financial year £52.1 million was expensed with £5.3 million outstanding at 31 March 2025.

Companies House also had a number of transactions with other central government bodies, most of which have been with GPA, Financial Reporting Council and HMRC.

None of the board members (including their close family members) or senior managers have undertaken any transactions with Companies House during the year.

15. Subsequent events

There have been no significant events between the statement of financial position and the date of authorising these financial statements.

The Accounting Officer authorised the accounts for issue on the date of the certificate of the Comptroller and Auditor General.



04

Trust statement: Late Filing Penalties and Civil Sanctions 2024 to 2025





Foreword by the Accounting Officer

Scope

This Trust Statement reports on the revenue, expenditure, assets and liabilities required for, or generated by the operation of, the late filing penalty (LFP) and the civil sanction penalty scheme during the financial year. The penalties collected are paid into HM Treasury's Consolidated Fund. The Department for Business and Trade (DBT) funds the costs of issuing, collecting, and enforcing the scheme. Companies House invoices DBT for the cost of administering the scheme.

Statutory background

Late filing penalties

The purpose of the late filing penalty (LFP) scheme is to promote the timely delivery of accounts to Companies House. Penalties were first introduced in 1992 in response to increasing public concern about the number of companies that failed to file their accounts on time or at all. It was thought that the prospect of incurring a penalty would be an incentive for companies to file on time.

A company that delivers its accounts late is liable to a LFP. This is a civil penalty that arises automatically by operation of law (section 453(1) of the Companies Act 2006 (the "Act")). The amount of penalty due is calculated by reference to the date upon which the accounts are finally delivered, the longer the period of default, the greater the penalty. A public company is liable to pay a greater penalty than a private company for the same period of default. A company which is late in filing its accounts in two consecutive years incurs in the second year twice the penalty to which it would otherwise be liable. The Companies (Late Filing Penalties) and Limited Liability Partnerships (Filing Periods and Late Filing Penalties) Regulations 2008 (SI 2008/497) prescribe the penalties payable.

LFPs are collected by the Registrar under section 453(3) of the Companies Act 2006. The Registrar of Companies for England and Wales collect the penalties incurred by companies registered in England and Wales. The Registrar of Companies for Scotland



and the Registrar of Companies for Northern Ireland collect the penalties in Scotland and Northern Ireland respectively. The three Registrars pay the penalties recovered into the Consolidated Fund (section 453(3)).

The Registrars do not have the power to cancel a penalty once it has accrued. There is limited discretion not to collect a LFP (section 453(3) says that a penalty may be recovered by the Registrar). This discretion is exercised only in exceptional circumstances. If the discretion is exercised in favour of a company so that it is not required to pay, the penalty not collected is offset against penalty income in the statement of revenue, other income and expenditure.

Limited liability partnerships (LLPs) are also subject to the LFP scheme (The Limited Liability Partnerships (Accounts and Audit) (Application of Companies Act 2006) Regulations 2008 (SI 2008/2011)). The LFP scheme is operated in the same way for companies and LLPs. This report uses “companies” to cover both.

Civil sanctions (financial penalties)

The Economic Crime (Transparency and Enforcement) Act 2022 received Royal Assent on the 15 March 2022. This introduced a new register, the Register of Overseas Entities (ROE) which came into force on the 1 August 2022, to capture information about beneficial ownership of overseas entities that own UK land. The act sets out that an overseas entity that owns land in the scope of the act, or is proposing to own land in the UK, must register with the Registrar of Companies for England and Wales. Most overseas entities were obliged to register on the ROE by 31 January 2023 with civil sanctions imposed for non-compliance.

The Economic Crime and Corporate Transparency Act 2023 (ECCT Act) received Royal Assent on 26 October 2023. This has reformed the role and the powers of the Registrar of Companies to tackle money laundering and other economic crime and improve transparency over corporate entities. This has increased the scope of criminal offences and introduced a civil sanctions regime for non-compliance with the reforms. The new measures were introduced from the 4 March 2024.

The Economic Crime and Corporate Transparency Act 2023 (Financial Penalty) Regulations 2024 are a set of regulations that provide detailed provisions related to financial penalties, appeals, and enforcement for companies registered under the Companies Act 2006.



A civil sanction involves the registrar issuing a financial penalty for non-compliance as an alternative to criminal prosecution for both the ROE and non-ROE related reforms.

The non-ROE financial penalties are governed by The Economic Crime and Corporate Transparency Act 2023 (Financial Penalty) Regulations 2024.

The financial penalties in ROE are governed by The Register of Overseas Entities (Penalties and Northern Ireland Dispositions) Regulations 2023.

A financial penalty may be imposed where the registrar determines beyond reasonable doubt that a person has engaged in conduct that would amount to a relevant offence under the Companies Act 2006. The financial penalty regime will sit alongside possible criminal sanctions, so that in all cases the registrar will have the discretion to choose to pursue a financial penalty or pass to law enforcement to consider a criminal sanction. This will enable the registrar to impose a financial penalty directly, as an alternative to pursuing criminal prosecution through the courts. The new financial penalties regime will not allow for criminal prosecution for an offence which is pursued through a civil route. It is envisaged that the criminal route will be more likely to be used only in more egregious cases.

In addition to ROE, government is also amending or creating offences in relation to:

- the Registrar of Companies' new powers
- new requirements for Authorised Corporate Service Providers
- identity verification
- company names
- limited partnerships
- false statement offences
- the protection of personal information
- the transparency of ownership

The first civil sanction was a ROE failure to register penalty issued on the 28 July 2023.



Financial background

Late filing penalties

The income collected by way of LFPs is not used to meet the expenditure incurred by Companies House in administering the LFP scheme. The expenditure incurred is centrally funded by DBT and is disclosed as a note to the Companies House agency annual accounts.

On 1 February 2009, the penalty regime was amended. The penalties were increased and at the same time, the period allowed for filing accounts at Companies House was shortened. Double penalties were also introduced, so where a company files its accounts late in two successive years, it is liable to double the penalty otherwise due in the second year.

Unlike previous Companies Acts, the Act extended to companies registered in Northern Ireland with effect from 1 October 2009. On that date, the Northern Ireland Companies Registry joined Companies House. The LFPs collected by the Registrar of Northern Ireland have been included in the results and appropriations.

From 1 February 2009 to date, as per Companies Act 2006, the initial penalty value levied is as follows:

How late the accounts are delivered	Penalty: Private company / LLP	Penalty: PLC
Not more than 1 month	£150	£750
More than 1 month but not more than 3 months	£375	£1,500
More than 3 months but not more than 6 months	£750	£3,000
More than 6 months	£1,500	£7,500

Civil sanctions (financial penalties)

The income collected by way of civil sanctions is not used to meet the expenditure incurred by Companies House in administering the sanction scheme. The expenditure incurred is centrally funded by DBT and is disclosed as a note to the Companies House agency annual accounts.



When determining the financial penalty amount, the registrar will assess the culpability and the harm involved in each case. When assessing culpability, the registrar will consider factors including evidence of intent and previous penalties or conduct. After assessing the culpability and harm, the registrar will consider any aggravating or mitigating factors and information from representations received that make the offence more or less serious.

For non-ROE financial penalties (ECCT Act), the following ranges will be applied based on the severity of the offence when assessing harm:

Offences	Minor offence	Serious offence	Very serious offence
First penalty	£250	£500	£750
Second penalty	£500	£750	£1,000
Third penalty	£750	£1,000	£1,500
Subsequent penalties	£1,000	£1,500	£2,000

For offences relating to ROE, the value of an entity's property portfolio will be used as an estimate of the size of harm as follows:

Property value	Penalty for each property
Low	£10,000
Medium	£20,000
High	£50,000

Business review and performance

Late filing penalties

The 2024 to 2025 financial year has seen an increase in the numbers of penalties levied.

During the financial year 297,682 penalties were levied (2023 to 2024: 296,002), which is an increase of 1,680 (0.6%) on the previous year. However, the average income per penalty decreased from £538 in 2023 to 2024 to £528 in 2024 to 2025. This resulted in a decrease in the total value of penalties, totalling £157.2 million (2023 to 2024: £159.2 million).

A total of 75,062 double penalties (2023 to 2024: 79,121) were levied with a value of £79.6 million (2023 to 2024: £81.7 million) against companies who had filed their accounts late for two successive years or more.

	2024/25 Number of penalties '000	2024/25 £'000	2023/24 Number of penalties '000	2023/24 £'000
England and Wales	279	147,146	277	148,505
Scotland	14	7,537	15	8,082
Northern Ireland	5	2,532	4	2,648
Total	298	157,215	296	159,235

LFP has seen a continual increase in gross debt since the pandemic, however gross debt relating to penalties levied decreased from £191.7 million last year to £177.6 million. During the 2020 to 2021 financial year, we suspended our debt collection activities in response to the COVID-19 pandemic. As a result, in order to deal with the backlog of collections, we have continued to expand our internal debt collection activities and the number of debts placed with our debt collection agency.

As a result of our debt collection efforts, during 2024 to 2025 we collected a total of £86.5 million of cash from revenue activities (2023 to 2024: £83.6 million).



Civil sanctions (financial penalties)

During the financial year there were no ROE financial penalties levied—see ROE performance review on Page 20. This includes penalties imposed for both a failure to register and failure to update. There were 278 financial penalties levied for failure to deliver a confirmation statement (ECCT Act). These financial penalties were levied to maintain the integrity of the register.

	2024/25 Number of penalties '000	2024/25 £'000	(Restated) 2023/24 Number of penalties '000	(Restated) 2023/24 £'000
ROE—Failure to register	(2)	(40)	431	22,310
ROE—Failure to update	-	-	105	525
ROE—Interest charges	-	-	-	125
Register integrity	278	70	-	-
Total	276	30	536	22,960

Results and appropriations

The net revenue for the Consolidated Fund was £84.3 million (2023 to 2024: £92.4 million). The transfer of receipts to the Consolidated Fund from the Trust in the year was £83.3 million (2023 to 2024: £72.0 million) which left a balance due to the Consolidated Fund of £71.4 million (2023 to 2024: £70.3 million). See the accompanying Trust Statement.



Case handling

Late filing penalties

During the financial year 53,737 (2023 to 2024: 52,022) appeals were received against penalties levied.

As at 31 March 2025, the Registrars had applied limited discretion not to collect £4.4 million of penalties levied under section 453(3) of the Companies Act 2006 (2023 to 2024: £8.1 million). This equates to 2.8% as a percentage of total penalties levied (2023 to 2024: 5.1%), which is offset against penalty income in the statement of revenue, other income and expenditure.

The internal teams worked hard to respond to these appeals, but due to the unprecedented volumes, there was a backlog of LFP appeals of approximately 7,000 as at 31 March 2025. A provision of £0.2 million has been recognised for the debts which have an appeal outstanding as at 31 March 2025 and where the Registrars expect to apply exceptional discretion not to collect a LFP (section 453(3) of the Companies Act).

Civil sanctions (financial penalties)

During the financial year 18 appeals and representations were received against ROE financial penalties levied (2023 to 2024: 50).

As at 31 March 2025, I and my fellow registrars had applied limited discretion not to collect £0.5 million of penalties levied under regulation 6 of The Register of Overseas Entities (Penalties and Northern Ireland Dispositions) Regulations 2023 (2023 to 2024: £1.5 million) and £0.1 million due to an appeal to High Court (2023 to 2024: £0.8 million). This is offset against penalty income in the statement of revenue, other income and expenditure.



Bad and doubtful debts

Late filing penalties

It is the legal responsibility of the company's officers to ensure that accounts are prepared and delivered to Companies House on time under section 441 of the Companies Act 2006. Under section 453 of the Act, it is the company not the individual officers which incurs an LFP. Therefore, any enforcement action that is taken is against the company.

Companies House has engaged a debt collection agency to take enforcement action in respect of outstanding LFPs. Companies may be taken to court to enforce the penalty levied and any additional costs incurred are sought to be recovered from this process.

In addition to the amounts not collected due to the exercise of each Registrar's discretion, penalties are written off as unrecoverable where a company has been struck off or dissolved, or where there is no economic benefit in pursuing a debt from a defunct company. Penalties are also written off as unrecoverable where the debt is over four years old.

In 2024 to 2025 the total debt written off was £80.2 million (2023 to 2024: £52.9 million) of which 28% related to debt against companies which have now dissolved (2023 to 2024: 45%) and 64% exhausted through the debt collection process (2023 to 2024: 44%). During the year more debt was passed through the third party debt collector due to an increase in budget. This resulted in an increase level of CCJ and court activities and subsequent increased levels of debt write offs.

Assessing the level of expected credit losses in these uncertain times is challenging, but we consider that a prudent approach has been adopted. The level of doubtful debt provision has decreased from £165 million to £150 million. The credit loss model includes the appeals backlog and end of strategy factors noted above and has been calculated in line with the accounting policy (see note 1 in financial statements).

Civil sanctions (financial penalties)

Non-ROE civil sanctions (ECCT Act) are written off as unrecoverable where a company has been struck off or dissolved, or where there is no economic benefit in pursuing a debt from a defunct company. Penalties are also written off as unrecoverable where the debt is over 4 years old.



The registrar may seek to enforce the debt for ROE civil sanctions through the court if the financial penalty is not paid. A charging order can be placed on the entity's property assets through this process. This means that if the property is sold, the charging order will be paid before any of the proceeds of sale can be given to the debtor. This is the main route Companies House take to enforce ROE penalties, because the charge can be placed on a UK property that is relevant to the Register. Given most entities or persons are based overseas, placing a charge on the UK property is considered the most viable option for debt recovery. We have commissioned a third party to provide legal services which facilitate both the charge application process and the associated court proceedings.

Assessing the level of expected credit losses in these uncertain times is challenging, but we consider that a prudent approach has been adopted. The level of doubtful debt provision is £2.1 million (2023 to 2024: £1.2 million) and the credit loss model has been calculated in line with the accounting policy (See note 1). This relates to ROE penalties where debt can be enforced through the charging order mechanism. We understand that the debt can be recovered more than 10 years after the charge was created therefore expect to recover the significant proportion of outstanding debt over its lifetime.

Independent adjudicators and appeals

The independent adjudicators' principal role is to deal with appeals against LFPs once they have passed through the first two internal stages at Companies House. The adjudicators also investigate complaints about delay, discourtesy and mistakes, and the way in which complaints have been handled by the Registrar. The Adjudicators' Report is published annually and is available on Companies House's website.

The independent adjudicators' principal role is to investigate complaints about delay, discourtesy and mistakes, and the way in which complaints have been handled by the registrar. The adjudicators' report is published annually and is available on Companies House's website.

Appeals against civil sanctions can go through the county or high court irrespective of whether they have gone through the Companies House internal representation process. We have commissioned a third party to provide legal services in the defence of such appeals through support and representation.



Court costs

On receipt of the payment for the court costs the money collected is transferred to Companies House to use in the further pursuit of companies via the courts. The amount of cash collected and owed to Companies House totalled £4.5m (2023 to 2024: £2.6m).

Funding

The cost of administering the scheme is provided by DBT which provides the funds to support the costs of running the late filing penalty and civil sanction schemes and the costs incurred in enforcing collection. The costs incurred by Companies House are invoiced to DBT and are shown in the Companies House annual accounts (see note 11).

Cash balances

Net cash outflow from revenue activities for the year was £72.5 million (2023 to 2024: £84.6 million inflow). After payments of £83.3 million to the Consolidated Fund (2023 to 2024: 72.0 million), the net decrease in cash for the year was £10.8m, taking cash balances at year end to £15.5 million (2023 to 2024: £26.3 million). Cash balances are managed in accordance with Treasury guidelines. Companies House transfers to the Consolidated Fund, on a monthly basis, the penalty income receipted.



Audit service

The statutory external audit was performed by the National Audit Office (NAO) and reported on by the Comptroller and Auditor General. Following the transition to a central government department, there is no cash fee payable for the audit of the 2024 to 2025 Trust Statement. Instead, there is a notional audit fee for 2024 to 2025 of £20,725 (2023 to 2024 notional fee: £21,181).

Registrars

England and Wales

Louise Smyth

Chief Executive of Companies House and Registrar of Companies for England and Wales

Scotland

Lisa Davis

Registrar of Companies for Scotland

Northern Ireland

Lynn Cooper

Registrar of Companies for Northern Ireland

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales

30 October 2025



Statement of Accounting Officer's responsibilities

Under the Government Resources Accounts Act 2000, HM Treasury has directed Companies House to prepare a late filing penalty and civil sanction trust statement ("Trust Statement") for each financial year in the form and on the basis set out in the Accounts Direction. The accounts are prepared on an accruals basis and must give a true and fair view of the state of affairs of Companies House and of its income and expenditure, statement of financial position and cash flows for the financial year.

In preparing the accounts, the Accounting Officer is required to comply with the requirements of the Government Financial Reporting Manual and in particular to:

- observe the Accounts Direction issued by HM Treasury, including the relevant accounting and disclosure requirements, and apply suitable accounting policies on a consistent basis
- make judgements and estimates on a reasonable basis
- state whether applicable accounting standards as set out in the Government Financial Reporting Manual have been followed, and disclose and explain any material departures in the Trust Statement
- prepare the Trust Statement on a going concern basis
- confirm that the Trust Statement as a whole is fair, balanced and understandable and take personal responsibility for the Trust Statement and the judgements required for determining that it is fair, balanced and understandable

HM Treasury has appointed the Chief Executive of Companies House as Accounting Officer of the Trust Statement. The responsibilities of an Accounting Officer, including responsibility for the propriety and regularity of the public finances for which the Accounting Officer is answerable, for keeping proper records and for safeguarding Companies House's assets, are set out in Managing Public Money published by HM Treasury.

As the Accounting Officer, I have taken all the steps that I ought to have taken to make myself aware of any relevant audit information and to establish that the Companies House Trust Statement's auditors are aware of that information. So far as I am aware, there is no relevant audit information of which the auditors are unaware.

Performance report and accountability report

The performance report covering both Companies House and the Trust Statement, starts from page 5.

The accountability report covering both Companies House and the Trust Statement, starts from page 51.

A separate disclosure note covering losses incurred in the Trust Statement is included below.

Parliamentary accountability disclosure

Losses and special payments

Late filing penalties (LFP)

This table has been subject to audit.

Losses	2024/25 Volumes	2024/25 Values £'000	2023/2024 Volumes	2023/24 Values £'000
Debt written off—dissolved companies (note 5)	28,963	22,582	31,290	23,695
Debt written off—other ¹ (note 5)	82,380	57,640	43,861	29,208
Total	111,343	80,222	75,151	52,903

In accordance with Managing Public Money (A4.10.8) total losses over £300,000 should be disclosed. No single item exceeded £300,000 within that total. Companies House has gained parent company approval from DBT in relation to write-offs which exceed £25,000 in value.

1. The Registrar also writes off LFP after 4 years or as deemed uncollectable following exhaustion of debt collection strategies and court action, in line with the accounting policy (note 1).



Civil sanctions (financial penalties)

This table has been subject to audit.

Losses	2024/25 Volumes	2024/25 Values £'000	2023/24 Volumes	2023/24
ROE: Debt reversed—dissolved entities (note 3)	22	1,080	-	-
ROE: Debt written off—dissolved entities (note 5)	13	715		
Total	35	1,795	-	-

In accordance with Managing Public Money (A4.10.8) total losses over £300,000 should be disclosed. No single item exceeded £300,000 within that total. Companies House has gained parent company approval from DBT in relation to write-offs which exceed £25,000 in value.

1. The registrar also writes off non-ROE financial penalties (ECCT Act) after 4 years or as deemed uncollectable following exhaustion of debt collection strategies and court action, in line with the accounting policy (note 1).

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales
30 October 2025



The certificate and report of the Comptroller and Auditor General to the House Of Commons

Opinion on financial statements

I certify that I have audited the financial statements of the Companies House Trust Statement for the year ended 31 March 2025 under the Government Resources and Accounts Act 2000.

- Statement of Financial Position as at 31 March 2025;
- Statement of Revenue, Other Income and Expenditure, and Statement of Cash Flows for the year then ended; and
- the related notes including the significant accounting policies.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and UK adopted international accounting standards.

In my opinion, the financial statements:

- give a true and fair view of the state of the Companies House Trust Statement affairs as at 31 March 2025 and its net revenue for the Consolidated Fund for the year then ended; and
- have been properly prepared in accordance with the Government Resources and Accounts Act 2000 and HM Treasury directions issued thereunder.



Opinion on regularity

In my opinion, in all material respects, the income and expenditure recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.

Basis for opinions

I conducted my audit in accordance with International Standards on Auditing (UK) (ISAs UK), applicable law and Practice Note 10 Audit of Financial Statements and Regularity of Public Sector Bodies in the United Kingdom (2024). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of my certificate.

Those standards require me and my staff to comply with the Financial Reporting Council's Revised Ethical Standard 2019. I am independent of the Companies House Trust Statement in accordance with the ethical requirements that are relevant to my audit of the financial statements in the UK. My staff and I have fulfilled our other ethical responsibilities in accordance with these requirements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Conclusions relating to going concern

In auditing the financial statements, I have concluded that the Companies House Trust Statement's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.



Based on the work I have performed, I have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Companies House Trust Statement's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

My responsibilities and the responsibilities of the Accounting Officer with respect to going concern are described in the relevant sections of this certificate.

The going concern basis of accounting for the Companies House Trust Statement is adopted in consideration of the requirements set out in HM Treasury's Government Financial Reporting Manual, which requires entities to adopt the going concern basis of accounting in the preparation of the financial statements where it is anticipated that the services which they provide will continue into the future.

Other information

The other information comprises information included in the Foreword by the Accounting Officer, Statement of Accounting Officer's Responsibilities, Performance Report and Accountability Report, but does not include the financial statements and my auditor's certificate and report thereon. The Accounting Officer is responsible for the other information.

My opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in my certificate, I do not express any form of assurance conclusion thereon.

My responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit, or otherwise appears to be materially misstated.

If I identify such material inconsistencies or apparent material misstatements, I am required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work I have performed, I conclude that there is a material misstatement of this other information, I am required to report that fact.

I have nothing to report in this regard.



Opinion on other matters

In my opinion the part of the Remuneration and Staff Report to be audited has been properly prepared in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000.

In my opinion, based on the work undertaken in the course of the audit:

- the parts of the Accountability Report subject to audit have been properly prepared in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000;
- the information given in the Performance Report and Accountability Report for the financial year for which the financial statements are prepared is consistent with the financial statements and is in accordance with the applicable legal requirements.

Matters on which I report by exception

In the light of the knowledge and understanding of the Companies House Trust Statement and its environment obtained in the course of the audit, I have not identified material misstatements in the Performance and Accountability Reports.

I have nothing to report in respect of the following matters which I report to you if, in my opinion:

- adequate accounting records have not been kept by the Companies House Trust Statement or returns adequate for my audit have not been received from branches not visited by my staff; or
- I have not received all of the information and explanations I require for my audit; or
- the financial statements and the parts of the Accountability Report subject to audit are not in agreement with the accounting records and returns; or
- certain disclosures of remuneration specified by HM Treasury's Government Financial Reporting Manual have not been made or parts of the Remuneration and Staff Report to be audited is not in agreement with the accounting records and returns; or
- the Governance Statement does not reflect compliance with HM Treasury's guidance.



Responsibilities of the Accounting Officer for the financial statements

As explained more fully in the Statement of Accounting Officer's Responsibilities, the Accounting Officer is responsible for:

- maintaining proper accounting records;
- providing the C&AG with access to all information of which management is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters;
- providing the C&AG with additional information and explanations needed for his audit;
- providing the C&AG with unrestricted access to persons within the Companies House Trust Statement from whom the auditor determines it necessary to obtain audit evidence;
- ensuring such internal controls are in place as deemed necessary to enable the preparation of financial statements to be free from material misstatement, whether due to fraud or error;
- preparing financial statements which give a true and fair view and are in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000;
- preparing the annual report, which includes the Remuneration and Staff Report, in accordance with HM Treasury directions issued under the Government Resources and Accounts Act 2000; and
- assessing the Companies House Trust Statement's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Accounting Officer anticipates that the services provided by the Companies House Trust Statement will not continue to be provided in the future.



Auditor's responsibilities for the audit of the financial statements

My responsibility is to audit, certify and report on the financial statements in accordance with the Government Resources and Accounts Act 2000.

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a certificate that includes my opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was considered capable of detecting non-compliance with laws and regulations, including fraud

I design procedures in line with my responsibilities, outlined above, to detect material misstatements in respect of non-compliance with laws and regulations, including fraud. The extent to which my procedures are capable of detecting non-compliance with laws and regulations, including fraud is detailed below.

Identifying and assessing potential risks related to non-compliance with laws and regulations, including fraud

In identifying and assessing risks of material misstatement in respect of non-compliance with laws and regulations, including fraud, I:

- considered the nature of the sector, control environment and operational performance including the design of the Companies House Trust Statement's accounting policies and key performance indicators.
- inquired of management, the Companies House Trust Statement's head of internal audit and those charged with governance, including obtaining and reviewing supporting documentation relating to the Companies House Trust Statement's policies and procedures on:
 - identifying, evaluating and complying with laws and regulations;



- detecting and responding to the risks of fraud; and
- the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations including the Companies House Trust Statement's controls relating to the Companies House Trust Statement's compliance with the Government Resources and Accounts Act 2000 and Managing Public Money;
- inquired of management, the Companies House Trust Statement's head of internal audit and those charged with governance whether:
 - they were aware of any instances of non-compliance with laws and regulations;
 - they had knowledge of any actual, suspected, or alleged fraud,
- discussed with the engagement team regarding how and where fraud might occur in the financial statements and any potential indicators of fraud.

As a result of these procedures, I considered the opportunities and incentives that may exist within the Companies House Trust Statement for fraud and identified the greatest potential for fraud in the following areas: revenue recognition, posting of unusual journals, complex transactions and bias in management estimates. In common with all audits under ISAs (UK), I am required to perform specific procedures to respond to the risk of management override.

I obtained an understanding of the Companies House Trust Statement's framework of authority and other legal and regulatory frameworks in which the Companies House Trust Statement operates. I focused on those laws and regulations that had a direct effect on material amounts and disclosures in the financial statements or that had a fundamental effect on the operations of the Companies House Trust Statement. The key laws and regulations I considered in this context included Government Resources and Accounts Act 2000, Managing Public Money, Supply and Appropriation (Main Estimates) Act 2024, Companies Act 2006, employment law, pensions legislation and tax legislation.



Audit response to identified risk

To respond to the identified risks resulting from the above procedures:

- I reviewed the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described above as having direct effect on the financial statements;
- I enquired of management, the Audit and Risk Committee concerning actual and potential litigation and claims;
- I reviewed minutes of meetings of those charged with governance and the Board; and internal audit reports; and
- I addressed the risk of fraud through management override of controls by testing the appropriateness of journal entries and other adjustments; assessing whether the judgements on estimates are indicative of a potential bias; and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

I communicated relevant identified laws and regulations and potential risks of fraud to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

A further description of my responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at:

www.frc.org.uk/auditorsresponsibilities. This description forms part of my certificate.

Other auditor's responsibilities

I am required to obtain sufficient appropriate audit evidence to give reasonable assurance that the expenditure and income recorded in the financial statements have been applied to the purposes intended by Parliament and the financial transactions recorded in the financial statements conform to the authorities which govern them.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control I identify during my audit.

Report

I have no observations to make on these financial statements.

Gareth Davies
Comptroller and Auditor General

Date 30 October 2025

National Audit Office
157-197 Buckingham Palace Road
Victoria
London
SW1W 9SP



Statement of revenue, other income and expenditure for the year ending 31 March 2025

			(Restated)
	Note	2024/25 £'000	2023/24 £'000
Revenue			
Late filing penalties	3	157,215	159,235
Civil sanctions (financial penalties)	3	(1,050)	22,960
Appeals and discretion applied		(5,014)	(10,420)
Total revenue		151,151	171,775
Expenditure			
Bad and doubtful debts	5	(66,817)	(79,316)
Total expenditure		(66,817)	(79,316)
Net revenue for the Consolidated Fund	7	84,334	92,459

The accompanying notes form part of the Trust Statement.

See notes 2 for 2023 to 2024 comparative restatement.



Statement of financial position as at 31 March 2025

	Note	2024/25 £'000	(Restated) 2023/24 £'000
Current assets			
Trade and other receivables	4	61,585	47,649
Cash and cash equivalents	8	15,536	26,334
Total current assets		77,121	73,983
Current liabilities			
Trade and other payables	9	(5,717)	(3,613)
Total current liabilities		(5,717)	(3,613)
Assets less liabilities		71,404	70,370
Balance on Consolidated Fund account at 31 March	7	71,404	70,370

The accompanying notes form part of the Trust Statement.

See note 2 for 2023 to 2024 comparatives restatement.

Andy King

Accounting Officer, Chief Executive of Companies House
and Registrar of Companies for England and Wales
30 October 2025



Statement of cash flows for the year ending 31 March 2025

	Note	2024/25 £'000	2023/24 £'000
Net cash flow from revenue activities		72,502	84,580
Cash paid to the consolidated fund		(83,300)	(72,000)
(Decrease)/Increase in cash and cash equivalent		(10,798)	12,580
Notes to the statement of cash flows			
A. Reconciliation of net cash flow to movement in net funds			
Net revenue for the consolidated fund	7	84,334	93,024
Increase in receivables	4	(13,936)	(9,779)
Increase in liabilities	9	2,104	1,335
Net cash flow from revenue activities		72,502	84,580
B. Analysis of changes in net funds			
Decrease/(Increase) in cash in this period	8	(10,798)	12,580
Net funds as at 1 April	8	26,334	13,754
Net cash as at 31 March	8	15,536	26,334

The accompanying notes form part of the Trust Statement.

See notes 2 for 2023 to 2024 comparative restatement.



Notes to the Trust Statement for the year ending 31 March 2025

1. Accounting policies, judgements and estimates

1.1 Basis of accounting

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and UK adopted international accounting standards. The Trust Statement is prepared in accordance with the Accounts Direction issued by HM Treasury under section 7 of the Government Resources and Accounts Act 2000.

The Trust Statement is prepared in accordance with the accounting policies detailed below. These have been agreed between Companies House and HM Treasury and have been developed with reference to International Financial Reporting Standards and other relevant guidance.

The accounting policies have been applied consistently in dealing with items considered material to the accounts. The income and associated expenditure contained in this statement are those flows of funds which Companies House handles on behalf of the Consolidated Fund and Treasury where it is acting as an agent rather than principal.

The Trust Statement has been prepared in accordance with the requirements of the Government Financial Reporting Manual (FReM) and International Accounting Standard (IAS) 1. The Trust Statement is responsible for ensuring compliance through the issuance and collection of late filing penalties and civil sanctions, which are paid into HM Treasury's Consolidated Fund. These responsibilities are governed by legislation and are expected to continue for the foreseeable future. Therefore, it is considered appropriate for the financial statements to be prepared on a going concern basis.



1.2 Accounting Convention

The Trust Statement has been prepared in accordance with the historical cost convention.

1.3 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about critical judgements and estimates in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are set out below.

Impairment of receivables for doubtful debts (late filing penalties and civil sanctions)

Companies House recognises an allowance for expected credit losses on penalties issued to companies on the registers. As at 31 March 2025, the expected credit loss allowance was £152.1 million (2023 to 2024: £166.2 million).

The calculation of the expected credit loss (ECL) under IFRS 9 requires management to make a number of judgements, assumptions and estimates which are set out in note 6.1. The disclosure also includes sensitivity analysis on the carrying value of net receivables for changes in assumptions.

1.4 New and amended standards adopted

No new additional standards have been adopted in these financial statements.



1.5 Standards issued but not yet effective

IFRS 17 Insurance Contracts replaces IFRS 4: Insurance Contracts and is to be included in the FReM for mandatory implementation from 2025 to 2026. It establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of this Standard. A current assessment of impact has been undertaken and management's initial view is that this is unlikely to have any material impact.

IFRS 18 Presentation and Disclosure in Financial Statements will replace IAS 1 Presentation of Financial Statements and is effective for annual reporting periods beginning on or after the 1 January 2027 in the private sector. The public sector implementation date is not yet confirmed. The impact of IFRS 18 on the public sector is still being assessed.

1.6 Presentational currency

The financial statements are presented in pounds sterling, the functional currency of Companies House.

1.7 Revenue recognition

Revenue is recognised when a penalty is validly imposed and an obligation to pay arises. The revenue is considered to be a non-exchange transaction and therefore outside the scope of IFRS 15.

Through the Economic Crime (Transparency and Enforcement) Act 2022 and the Economic Crime and Corporate Transparency Act 2023 (ECCT Act), which received Royal Assent on the 15 March 2022 and 26 October 2023, the government has reformed the role and the powers of the registrars to tackle money laundering and other economic crime and improve transparency over corporate entities. This has resulted in the creation of a Register of Overseas Entities (ROE), increased the scope of criminal offences and introduced a civil sanctions regime for non-compliance with the reforms.

A civil sanction involves the registrar issuing a financial penalty as an alternative to criminal prosecution. This income is reflected in the Trust Statement.



Late filing penalties

The penalty is imposed when the financial statements are late in being submitted. This should commence at the date the penalty becomes enforceable.

For a penalty to be enforceable, the financial statements must have been submitted after a specific date.

The penalty increases as the length of time for non-submission of financial statements increases.

As each deadline is missed, the penalty increases. Therefore, each stage has an identifiable transaction price. This means that the penalty value is recognised at the point of time of acceptance of the filing.

Failure to submit the financial statements does not enable the penalty to be recognised.

Penalties depend on individual companies complying with their legislative filing requirements for their accounts. We analyse historic compliance against the current register size to get an indication of expected revenue.

Civil sanctions (financial penalties)

Revenue in respect of civil sanctions are recognised when the financial penalty notice period is imposed. This should commence at the date the financial penalty becomes enforceable.

For a financial penalty to be enforceable, the registrar must be satisfied that an offence has been committed.

The financial penalty can be calculated on both a fixed and/or daily rate basis.

Interest can be accrued if payment or representations are not received at the end of the financial penalty notice period.

Action is not taken to enforce a penalty unless the penalty notice period has expired and the penalty has not been paid or an appeal raised.

The registrar may issue further penalties for continued contravention and has the power to vary or revoke a financial penalty on a case-by-case basis.



When determining the financial penalty amount, the registrar will assess the culpability and the harm involved in each case. When assessing culpability, the registrar will consider factors including evidence of intent and previous penalties or conduct.

After assessing the culpability and harm, the registrar will consider any aggravating or mitigating factors and information from representations received that make the offence more or less serious.

For offences relating to ROE, the value of an entity's property portfolio will be used as an estimate of the size of harm.

Late filing penalties—recoverable third-party costs

We recognise court and other legal disbursements incurred for debt recovery activity in respect of penalties levied as expenditure once awarded by the courts. These are then recoverable from the company to which the penalty relates and the amounts are offset against previously incurred costs. Recoverable third-party court costs and other legal disbursements outstanding are recognised net of trade receivables in Consolidated Fund receipts due and are not recognised as revenue. This reflects the substance of the transaction as recoverable third-party costs are not owed to the Consolidated Fund.

Civil sanctions - recoverable third party costs

Recoverable court costs and other legal disbursements outstanding are recognised net of trade receivables on the face of the statement of financial position and are not recognised as revenue. This reflects the substance of the transaction as recoverable third party costs are not owed to the Consolidated Fund.

Once these costs are fully recovered, the payment is recognised as a liability to the Trust Statement and the amounts are transferred to Companies House against previously incurred costs.



1.8 Discretion under section 453 Companies Act 2006

Late filing penalties—discretion under section 453 Companies Act 2006

Section 453(3) of the Companies Act 2006 states that the civil penalty “may be recovered by the Registrar”. Discretion can only be applied in exceptional circumstances, for example, where Companies House has contributed to the late filing or where an unforeseen catastrophe strikes the company immediately before the filing deadline. Where discretion is given, this is offset against penalty receipts.

Civil Sanctions—discretion due to representation and appeals

The non-ROE financial penalties are governed by The Economic Crime and Corporate Transparency Act 2023 (Financial Penalty) Regulations 2024. Regulation 6 allows the registrar to vary or revoke a penalty notice as the registrar considers appropriate.

Regulation 8 states a person who has received a penalty notice may appeal to the County Court or, in Scotland, the Sheriff Court.

The financial penalties in ROE are governed by The Register of Overseas Entities (Penalties and Northern Ireland Dispositions) Regulations 2023. Regulation 6 allows the registrar to vary or revoke a penalty notice as the registrar considers appropriate.

Regulation 8 states a person who has received a penalty notice may appeal the financial penalty to the High Court or, in Scotland, the Court of Session.

Civil sanctions (financial penalties) revoked due to successful appeal or representation are derecognised at the decision date.

Where discretion is given or an appeal is successful, this is offset against penalty receipts in the statement of revenue, other income and expenditure.

1.9 Operating costs

The LFP and civil sanction scheme is administered by the registrars. Funding for the costs incurred in this administration is via DBT who are invoiced by Companies House on a cost-recovery basis.



1.10 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised in the statement of financial position when the Trust becomes a party to the contractual provisions of an instrument.

Financial assets

For the purposes of this Trust Statement, financial assets are held in the following categories:

- receivables held at amortised cost
- cash and cash equivalent

Both receivables and cash and cash equivalents are held at amortised cost.

Receivables held at amortised cost comprise of civil penalties levied in the LFP and civil sanctions scheme, amounts for which have not been received at the financial year end.

Cash and cash equivalents comprise of current balances with banks and other financial institutions, which are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Financial liabilities

For the purposes of this Trust Statement, financial liabilities are held in the other financial liabilities category.

Other financial liabilities comprise of amounts established as due at the reporting date, but where payment is made subsequently. Since these balances are expected to be settled within 12 months of the reporting date, there is no material difference between fair value, amortised cost and historical cost.

1.11 Impairment of financial instruments

Receivables are shown net of impairments in accordance with the requirements of IFRS 9. The Trust Statement adopts the simplified approach using the provision matrix methodology based on historical collection rates as a proxy for future collections. The impact of current factors and forecasts on historic collectability are then considered.



The impairment of receivables for doubtful debts and debts written off are treated as an expense in the statement of revenue, other income, and expenditure. In accordance with IFRS9, lifetime expected credit losses are applied to determine the impairment of receivables. The complete life cycle of receivables including all possible default events and associated debt recovery arrangements will be assessed when making the impairment judgement.

Late filing penalties and civil sanctions excluding ROE (ECCT Act) are written off as uncollectable when a company is dissolved, the penalty exceeds 4 years, or all debt collection strategies have been exhausted and Companies House and the debt collector deem the penalty uncollectable.

Where debt is deemed uneconomical to collect, in rare circumstances it may be deemed uncollectable. Companies House regularly evaluates the collectability of debtors and records an impairment against receivables for doubtful debts based on previous experience including the comparisons of the relative aged debt, collection rates, and the forecast of the dissolution rate of companies.

The calculated impairment of receivables varies depending on position in the debt collection process and the ageing of the debt, for example, a debt is generally more highly impaired the older it is and if it has been transferred to a debt collection company.

The registrar may seek to enforce the debt for ROE civil sanctions through the court if the financial penalty is not paid and not apply the above debt write off process. A charging order can be placed on the entity's property assets through this process. This means that if the property is sold, the charging order will be paid before any of the proceeds of sale can be given to the debtor.

Where a final charging order is made, we can also apply to court to force the sale of the property. This is the main route Companies House take to enforce ROE penalties, because the charge can be placed on a UK property that is relevant to the register.

Given most entities and persons are based overseas, placing a charge on the UK property is considered the most viable option for debt recovery and is taken into account in our impairment assessment.

2. Prior period adjustment

Civil sanctions (financial penalties) revoked due to successful appeal or representation are derecognised at the decision date as required by the FReM. This is offset against penalty receipts in the statement of revenue, other income and expenditure.

A prior period cut off error was identified with all ROE penalties not derecognised. Other cut off errors have also been identified around ROE penalties.

The comparatives for the Statement of revenue, other income and expenditure have been restated as follows for this error:

	Reported 2023/24 £'000	Restated 2023/24 £'000	Adjustment £'000
Civil sanctions (financial penalties) – (note 3)	23,125	22,960	(165)
Appeals and discretion applied	(10,020)	(10,420)	(400)
Net revenue for the Consolidated Fund (note 7)	93,024	92,459	(565)

The comparatives for the SoFP have been restated as follows for this:

	Reported 2023/24 £'000	Restated 2023/24 £'000	Adjustment £'000
Trade and other receivables (note 4)	48,214	47,649	(565)
Balance on Consolidated Fund (note 7)	70,935	70,370	(565)

This had no consequential impact on the Statement of cash flows.

3. Revenue and other income

3.1 Late filing penalties

	2024/25 Number of penalties '000	2024/25 £'000	2023/24 Number of penalties '000	2023/24 £'000
England and Wales	279	147,146	277	148,505
Scotland	14	7,537	15	8,082
Northern Ireland	5	2,532	4	2,648
Total	298	157,215	296	159,235

3.2 Civil sanctions (financial penalties)

	2024/25 Number of penalties '000	2024/25 £'000	(Restated) 2023/24 Number of penalties '000	(Restated) 2023/24 £'000
ROE—Failure to register	(24)	(1,120)	431	22,310
ROE—Failure to update	-	-	105	525
ROE—Interest charges	-	-	-	125
Register integrity	278	70	-	-
Total	254	(1,050)	536	22,960

ROE—Failure to register (reversals)

	2024/25 Volumes	2024/25 Values £'000	2023/24 Volumes	2023/24 Values £'000
ROE: Debt reversed – dissolved entities	(22)	(1,080)	-	-
ROE: Debt reversed – other	(2)	(40)	-	-
Total	(24)	(1,120)	-	-

4. Trade and other receivables

	(Restated)	
	2024/25 £'000	2023/24 £'000
Penalties levied recoverable – LFP	177,625	191,741
Penalties levied recoverable – Civil sanctions	17,387	19,664
Amount owed by Companies House executive agency	18,673	2,464
Impairment for doubtful debts – LFP (note 6)	(149,978)	(164,972)
Impairment for doubtful debts – Civil sanctions (note 6)	(2,122)	(1,248)
Total	61,585	47,649

No amounts fall due after more than one year (2023 to 2024: Nil).

If a company has difficulty in paying the penalty outright the Registrar may accept payment in instalments over a short period depending on individual company circumstances. The impairment for doubtful debts reflects the type of debt incurred and the length of time taken in collecting the debt. This is calculated in line with the policy in note 1. Of the total LFP provision for doubtful accounts of £150.0 million (2023 to 2024: £165.0 million), £0.2m (2023 to 2024: £0.1 million) specifically relates to trade receivables with an appeal outstanding as at 31 March 2025. A further £24.8 million (2023 to 2024: £10.8 million) of the provision relates to trade receivables which have passed through the full debt collection strategy but are held as at 31 March 2025 ahead of being written-off. The remaining £125.0 million (2023 to 2024: £154.1 million) of the provision has been calculated through the expected credit loss model.

There has been an impairment for trade receivables as at 31 March 2025 of £2.1 million (2023 to 2024: £1.2 million). This relates to ROE penalties where debt can be enforced through the charging order mechanism and has been calculated through the expected credit loss model.

5. Bad and doubtful debts

	2024/25 £'000	2023/24 £'000
LFP: Debt written off - dissolved entities	22,582	23,695
ROE: Debt written off - dissolved entities	715	-
Other write offs	57,640	29,208
Total revenue losses	80,937	52,903
Increase/ (decrease) in impairment for doubtful debt (note 6)	(14,120)	26,413
Total	66,817	79,316

Late filing penalties and civil sanctions excluding ROE (ECCT Act) and any associated court costs and disbursements are written off as uncollectable in one of the following circumstances:

- a company is dissolved
- the penalty exceeds 4 years
- all debt collection strategies have been exhausted and Companies House and the debt collector deem the penalty uncollectable

The registrar may seek to enforce the debt for ROE civil sanctions through the court if the financial penalty is not paid and not apply the above debt write off process.



6. Change to impairments

	2024/25 £'000	2023/24 £'000
Balance as at 1 April	166,220	139,807
Change in estimated value of impairments	(14,120)	26,413
Balance as at 31 March	152,100	166,220

We report receivables on the statement of financial position after deducting the estimated value of impairments. This estimate is based on the expected recoverability of outstanding penalties and associated costs in line with note 1.

6.1 Sensitivity analysis on the impairment of expected credit losses

Sensitivity analysis has been conducted which has looked at the impact of movement in the collectable percentage rates applied to calculate the impairment of receivables of doubtful debts. The impairment has been spilt into age categories with different collectable percentage rates.

The key management assumption is that historic cash collection rates will continue in a similar pattern going forwards. Were this assumption to be incorrect and less cash collected, the impairment should be increased to reflect less debt collected. Conversely, should more cash be recovered the impairment should be decreased.

The sensitivity analysis shows the impact on receivables (net of impairments) when increasing or decreasing the base provision percentage rates used in the credit loss model. The analysis has yielded the following results:

Late filing penalties

	79% of provision— non- dissolution	21% of provision— dissolution	2024/25 Total	2023/24 Total
	+/- £'000	+/- £'000	+/- £'000	+/- £'000
1% Flex—impact on net receivables				
Decrease in cash collected	840	164	1,004	1,228
Increase in cash collected	(1,207)	(326)	(1,533)	(1,815)
2.5% Flex—impact on net receivables				
Decrease in cash collected	2,100	409	2,509	3,069
Increase in cash collected	(3,017)	(815)	(3,832)	(4,538)
5% Flex—impact on net receivables				
Decrease in cash collected	4,201	818	5,019	6,139
Increase in cash collected	(6,034)	(1,630)	(7,664)	(9,077)

The key assumption inherent in the model used to calculate the impairment for doubtful debt is that the estimated future flow of payments reflects historical trends and as such, there is inherent uncertainty in the estimated impairment. The impact of adjusting the estimated future flow of payments to arrive at reasonable alternatives to this assumption is reflected in the table above.

Civil sanctions (financial penalties)

	2024/25 Total	2023/24 Total
	+/- £'000	+/- £'000
1% Flex—impact on net receivables		
Decrease in cash collected	170	198
Increase in cash collected	(174)	(198)
2.5% Flex—impact on net receivables		
Decrease in cash collected	425	494
Increase in cash collected	(434)	(494)
5% Flex—impact on net receivables		
Decrease in cash collected	850	988
Increase in cash collected	(868)	(988)

The key assumption inherent in the model used to calculate the impairment for bad and doubtful debt is that the estimated future flow of payments reflects historical trends. As such, there is inherent uncertainty in the estimated impairment. The impact of adjusting the estimated future flow of payments to arrive at reasonable alternatives to this assumption is reflected in the table above.

7. Balance on the Consolidated Fund

	2024/25 £'000	2023/24 £'000
Balance on the Consolidated Fund as at 1 April	70,935	49,911
Prior period adjustment (note 2)	(565)	-
Restated balance on the Consolidated Fund as at 1 April	70,370	49,911
Net (expenditure)/revenue for the Consolidated Fund	84,334	93,024
Less amounts paid to the Consolidated Fund	(83,300)	(72,000)
Balance on the Consolidated Fund as at 31 March	71,404	70,935

8. Cash and cash equivalents

	2024/25 £'000	2023/24 £'000
Balance with Government Banking Services	15,536	26,334
Total	15,536	26,334

	2024/25 GBS £'000	2023/24 GBS £'000
Balance held as at 1 April	26,334	13,754
Net movement	(10,798)	12,580
Balance held as at 31 March	15,536	26,334

9. Trade and other payables

	2024/25 £'000	2023/24 £'000
Recovered third party costs owed to Companies House	(4,451)	(2,617)
Other payables	(1,266)	(996)
Total	(5,717)	(3,613)

No amounts fall due after more than one year (2023 to 2024: Nil).

10. Expenditure

In managing both the LFP and civil sanction scheme, Companies House incurred expenditure of £15.9 million (2023 to 2024: £10.0 million). We have included this expenditure in Companies House's accounts because there is no express statutory provision for these costs to be deducted from the revenue collected and paid over to the Consolidated Fund.

	2024/25 £'000	2023/24 £'000
Appeal administration		
Staff costs	2,083	2,096
Overheads	389	361
Debt collection		
Staff costs	987	757
Overheads	12,475	6,740
Total	15,934	9,954
Average employees FTE	75	71



11. Related party disclosures

Companies House is an executive agency of DBT. DBT is regarded as a related party. During the year Companies House received funding for both the late filing penalty and civil sanction scheme expenditures from DBT, invoiced on a cost-recovery basis. This is reflected within the Companies House annual accounts.

None of the board members or senior managers has undertaken any transactions with Companies House during the year.

12. Subsequent events

There have been no significant events between the statement of financial position and the date of authorising these financial statements.

The accounts were authorised for issue on the date of the certificate of the Comptroller and Auditor General.



Companies House

2024
/25



Driving **confidence** in the **UK economy**

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