

**EXPLANATORY MEMORANDUM TO**  
**THE REGISTRAR OF COMPANIES (FEES) (COMPANIES, OVERSEAS**  
**COMPANIES AND LIMITED LIABILITY PARTNERSHIPS) REGULATIONS 2012**

**2012 No. 1907**

1. This explanatory memorandum has been prepared by Companies House, an Executive Agency of the Department for Business, Innovation and Skills and is laid before Parliament by Command of Her Majesty.

**2. Purpose of the instrument**

These Regulations make new statutory fees to be charged by the Registrar of Companies in respect of companies, overseas companies and limited liability partnerships for the registration of information and its dissemination.

**3. Matters of special interest to the Joint Committee on Statutory Instruments**

None

**4. Legislative Context**

4.1 These Regulations introduce a new set of statutory fees under the provision of sections 243(3) and 1063(1) to (3) of the Companies Act 2006.

4.2 These Regulations revoke, with savings, existing companies, overseas companies and limited liability partnerships fees regulations.

4.3 Separate Statutory Instruments will set fees for, European Economic Interest Groupings and European Public Limited-Liability Companies.

**5. Territorial Extent and Application**

This instrument applies to all of the United Kingdom.

**6. European Convention on Human Rights**

As the instrument is subject to negative resolution procedure and does not amend primary legislation, no statement is required.

**7. Policy background**

• *What is being done and why*

7.1 Companies House (which incorporates the functions of the Registrar of Companies) is a trading fund and must operate on the basis of cost recovery. The fees are linked, as required by European law and HM Treasury guidance, to the forecast cost of providing each service and also to the way in which Companies House customers access them.

7.2 As a result of efficiencies made by Companies House, coupled with high volumes of customers using electronic services, cost savings are being passed on to customers in the form of reduced fees for certain products and services.

7.3 Fees for certain electronic registration services (e.g. the annual fee on the registration of an annual return and incorporation fees) are being reduced.

7.4 Fees for certain search services are being reduced (e.g. instant download documents and protected information bulk products), or are being provided free of charge (e.g. searching for director by company).

- ***Consolidation***

7.5 These Regulations replace earlier fees regulations and revoke the following statutory instruments:

- The Registrar of Companies (Fees) (Companies, Overseas Companies and Limited Liability Partnerships) Regulations 2009 (SI 2009/2101);
- The Registrar of Companies (Fees) (Amendment) Regulations 2009 (SI 2009/2439); and
- The Registrar of Companies (Fees) (Companies, Overseas Companies and Limited Liability Partnerships) (Amendment) Regulations 2011 (SI 2011/309)

## **8. Consultation outcome**

Companies House has not consulted on the level of fees it charges. As a trading fund it must always recover the full costs for the services it provides without cross subsidising.

## **9. Guidance**

9.1 Customers are made aware of the changes to fees through correspondence and e-mail and via the Companies House website: [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk).

9.2 Full details of registration requirements and search services are available on the Companies House website, as part of customer focus groups and through Companies House information days.

## **10. Impact**

10.1 Companies, overseas companies and limited liability partnerships must pay the fees as prescribed in these Regulations when filing relevant documents for registration with the Registrar of Companies. Businesses, charities or voluntary bodies must also pay the prescribed fees in respect of the inspection of documents or disclosure of information held by the Registrar.

10.2 The impact on the public sector is negligible, although public sector bodies are required to purchase information in the same way as other organisations (unless that information is required under a statutory authority).

10.3 An Impact Assessment is attached to this memorandum.

## **11. Regulating small business**

11.1 The legislation applies to small business.

11.2 Small companies and limited liability partnerships have the ability to file electronically thereby gaining the benefit of reduced fees.

## **12. Monitoring & review**

12.1 The aim of these Regulations is to achieve full cost recovery on the registration and dissemination of company, overseas companies and limited liability partnership information.

12.2 Companies House regularly reviews the fees it charges and the next review of its fees is scheduled for April 2013.

## **13. Contact**

Mark Buckley at Companies House Tel: 02920 380952 or email:  
[mbuckley@companieshouse.gov.uk](mailto:mbuckley@companieshouse.gov.uk) can answer any queries regarding the instrument.