

## Key Updates on UK Companies House and the New Identity Verification Requirements

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### 1. Introduction

Companies House is the UK government agency responsible for maintaining the official public register of companies. Entities such as limited companies (including subsidiaries and joint ventures) must register with Companies House and regularly submit statutory filings, such as annual accounts, director and shareholder details, and changes to corporate structures. In the past, the register was open to the public and operated on a self-declaration system, requiring minimal verification of the information submitted. This approach made the register vulnerable to misuse, including fraudulent filings, the concealment of beneficial ownership, and exploitation for illicit activities, such as money laundering.

The UK government introduced major reforms in the Economic Crime and Corporate Transparency Act 2023 (ECCTA), which are designed to crack down on fraud and improve trust in the UK's business environment. One of the key changes is the new identity verification requirement, which strengthens the role of Companies House. Companies House now has greater power to check identities, challenge suspicious information, and remove false or fraudulent filings. These changes are designed to improve the accuracy of company records and reduce the misuse of UK companies for illegal purposes, such as hiding criminal activity behind opaque ownership structures.

It is important for Japanese businesses operating in the UK or partnering with UK companies to understand the role of Companies House and the significance of these updates. Awareness of these changes will help ensure ongoing compliance, transparency, and smooth business operations in the UK.

### 2. Overview of the Identity Verification Requirement

#### (1) Verification of the Identities of Directors and Equivalent Persons

Individuals listed as directors or the equivalent (for example, general partners or managing officers of LLPs) and persons with significant control ([PSC](#))<sup>1</sup> over an entity must now verify their identities. In addition, filings

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<sup>1</sup> Person with significant control (PSC) means a person who owns or controls a company; i.e., a beneficial owner. There may be one or more PSCs at a company. A person may be considered as PSC if (s)he meets at least one of the following criteria:

- (a) directly or indirectly holds more than 25% of the shares of the company;
- (b) directly or indirectly holds more than 25% of the voting rights in the company;

with Companies House now are permitted only if submitted by either an officer or employee of the company whose identity has been verified or by an Authorised Corporate Service Provider.<sup>2</sup> The verification generally only needs to be completed once; however, Companies House may require individuals to re-verify their identities in certain situations,<sup>3</sup> in which case, Companies House will provide further instructions on a case-by-case basis.

## (2) Timeline and key dates

The reforms involving Companies House are under way; the procedures that have been introduced to date, and those that are planned for the future, are summarized in the table below.

Date	Remarks
18 March 2025	<ul style="list-style-type: none"> <li>Registration opens for third party providers, such as ACSPs,<sup>4</sup> to verify their identities.</li> <li>This is important because only registered ACSPs will be able to verify their clients' identities. All agents that file with Companies House on behalf of clients will need to register in the future.</li> </ul>
8 April 2025	<ul style="list-style-type: none"> <li>Individuals such as directors and PSCs can begin to verify their identities with Companies House on a voluntary basis.</li> </ul>
18 November 2025	<ul style="list-style-type: none"> <li>Directors and PSCs must verify their identities and obtain and use a personal code by the deadline applicable to their circumstances. See additional details below.</li> </ul>
Spring 2026	<ul style="list-style-type: none"> <li>Only identity-verified officers or employees of a company or ACSPs will be permitted to submit filings to Companies House on behalf of a company.<sup>5</sup></li> <li>Third party filings must be submitted by a registered ACSP</li> </ul>
November 2026	<ul style="list-style-type: none"> <li>End of 12-month transition period.</li> <li>After this period, any non-verified ACSPs and individuals may face legal consequences, including the inability to make new filings, and/or criminal and financial penalties, as appropriate.</li> </ul>

Starting 18 November 2025, all UK company directors and PSCs have a duty to verify their identities. Each individual will receive a single Companies House personal code after identity verification is complete, and must submit that code by the deadline that matches the relevant situation. An existing director must include it in the company's first confirmation statement (CS01) filed on or after 18 November 2025. A director appointed on or after that date (or named in a new incorporation) must include it in the appointment or incorporation filing itself. A person who is both a director and a PSC of the same company must input the same code again, through a

(c) directly or indirectly holds the power to appoint or remove a majority of the board of directors of the company;

(d) has the right to exercise or actually exercises significant influence or control over the company; or

(e) has the right to exercise or actually exercises significant influence or control over a trust or firm that is not a legal entity, which meets one or more of conditions (a) – (d).

<sup>2</sup> ACSPs are individuals or organisations who carry out identity checks and submit filings on behalf of clients for Companies and are required to be registered with Companies House. Examples of ACSPs include company formation agents, solicitors, accountants, and chartered secretaries and governance professionals.

<sup>3</sup> This may include situations in which information is incomplete, false, or misleading. A person will not be requested to re-verify if a relevant identification document expires after the identity check is complete.

<sup>4</sup> An ACSP must be registered with at least one Anti-Money Laundering (AML) supervisory body before it can register with Companies House.

<sup>5</sup> These filings include company formations, director appointments and resignations, updates to shareholder or PSC information, and filing annual accounts or confirmation statements.

separate online PSC service, within 14 days after the date of the CS01. A PSC who is not a director must provide the code during the first 14 days of his or her birth month, and anyone who becomes a PSC on or after 18 November 2025 must provide the code within 14 days of being added to the register.

Although the commencement date for identity verification procedures has not been officially announced, it is important to understand how identity verification will be handled for the registrable relevant legal entity (RLE), the corporate analogue of a PSC. Because an RLE is a legal entity and not itself subject to identity verification, verification is tied to a natural person; where an RLE is recorded as a PSC, the natural person who is the RLE's "relevant officer" must be identified, that person's identity must be verified, and his or her name must be filed. "Relevant officer" is defined in legislation and, in the case of a company, means a director. After a company notifies the registrar of a new RLE, the RLE must file the name of a verified relevant officer within 28 days—a longer period than the 14-day period that applies to an individual PSC.

### (3) How to verify your identity

There are several ways to verify your identity, as shown in the table below:

Method	Requirement	Cost	Notes
Online	iOS 15+ or Android 10+ via mobile browser or mobile application (GOV.UK One Login / ID Check App)	Free	Easiest and quickest method; uses biometric and document matching
Post Office for "in branch verification"	In-person visit	Free	Suitable for those who lack digital access or compatible devices
Via ACSP	Only via an ACSP registered with Companies House; may require additional documents depending on the method used by the ACSP <sup>6</sup>	May incur service fees	Ideal for those already using a professional firm for company services

It is necessary to provide one of the following documents, depending on how you choose to verify your identity:

- Biometric passport from any country<sup>7</sup>
- UK photo driving license (full or provisional)
- UK biometric residence permit (BRP)
- UK biometric residence card (BRC)
- UK Frontier Work permit (FWP)
- A current account with a UK bank or building society
- European Union (EU) photocard driving license
- National identity photocard from an EU country, Norway, Iceland, or Liechtenstein

Please note that BRP, BRC, or FWP still may be used for purposes of identity verification for up to 18 months

<sup>6</sup> You may use documents set out in item (4) below if the ACSP uses identification document validation technology (IDVT) that can validate the cryptographic features of the documents. However, if the documents are checked in person, you will need to provide additional documents. See [here](#) for a full list of required documents for a verification via ACSP.

<sup>7</sup> A Japanese passport can be used as a document to verify the bearer's identity.

after the expiration date. You also may be required to provide a current address in UK and the year you moved in.

#### **(4) Post-verification processes and procedures**

After successful identity verification, an individual will be provided with a Companies House personal code. This code will be used to make new filings and should be kept secure.

Once the verification process becomes mandatory, companies that fail to verify the identities of their directors or any other designated person will be unable to make new filings, including the establishment of a new company or entity, and may not register as a new ACSP. Failure to comply with the verification requirements within the specified timeline also may be treated as a criminal offence, incur additional penalties or fines, or result in the disqualification of non-verified directors.

### **3. Conclusion**

Although the process is not yet mandatory, we strongly encourage companies operating in the UK to verify the identities of their directors and other designated persons as early as practicable, to ensure compliance and avoid delays, rejected filings, or penalties when the rules come into effect. Practical steps include obtaining each individual's Companies House personal code, confirming who will file on behalf of the company, and taking note of relevant deadlines tied to confirmation statements and PSCs. In parallel, it is important to review the structure of UK subsidiaries and group entities, map every role that will trigger verification, and identify overseas or hard-to-verify officers in advance. Lining up an ACSP also may be an option, if helpful. By ensuring all required individuals complete verification promptly, organizations will transition smoothly to the new regime.

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