*Draft Regulations laid before Parliament under sections 7A(5) and 38(3) of the Limited Partnerships Act 1907 (c. 24), sections 1082(5), 1088(10), 1098C(6), 1110F(2) and 1290 of the Companies Act 2006 (c. 46), section 55(5)(d) of the Sanctions and Anti-Money Laundering Act 2018 (c. 13) and section 217(5)(c) and (i) of the Economic Crime and Corporate Transparency Act 2023 (c. 56) for approval by resolution of each House of Parliament.*

DRAFT STATUTORY INSTRUMENTS

# 2025 No.

# COMPANIES

# PARTNERSHIP

# LIMITED LIABILITY PARTNERSHIPS

## The Economic Crime and Corporate Transparency Act 2023 (Consequential, Incidental and Miscellaneous Provisions) Regulations 2025

*Made - - - -* ***

*Coming into force in accordance with regulation 1(2)*

The Secretary of State makes these Regulations in exercise of the powers conferred by sections 7A(1)(a) and (3) and 38(1)(b) of the Limited Partnerships Act 1907(**a**), sections 1082(1) and (2)(c)(i), 1088(2)(a), 1098C(5)(a) and 1110F(1)(c) of the Companies Act 2006(**b**), sections 49(1)(a) and (b) and 54(2)(a) of, and paragraph 4(1) of Schedule 2 to, the Sanctions and Anti-Money Laundering Act 2018(**c**) and sections 153(1)(c) and 216(1) and (2)(a) of the Economic Crime and Corporate Transparency Act 2023(**d**).

In accordance with sections 7A(5) and 38(3) of the Limited Partnerships Act 1907, sections 1082(5), 1088(10), 1098C(6), 1110F(2) and 1290 of the Companies Act 2006, section 55(5)(d) of the Sanctions and Anti-Money Laundering Act 2018 and section 217(5)(c) and (i) of the Economic Crime and Corporate Transparency Act 2023, a draft of this instrument has been laid before and approved by a resolution of each House of Parliament.

(**a**) 1907 c. 24 (7 Edw 7). Section 7A was inserted by section 149 of the Economic Crime and Corporate Transparency Act 2023. Section 38 was inserted by section 151 of that Act.
(**b**) 2006 c. 46. Section 1088 was substituted by section 91 of the Economic Crime and Corporate Transparency Act 2023. Section 1098C was inserted by section 66 of that Act, and section 1110F was inserted by section 94 of that Act.
(**c**) 2018 c. 13. Paragraph 4 of Schedule 2 was amended by section 187 of the Economic Crime and Corporate Transparency Act 2023 (c. 56). The Secretary of State is an "appropriate minister" to exercise these powers under section 1(9) of the Act.
(**d**) 2023 c. 56.

# PART 1

## Introductory

### Citation, commencement and extent

**1.**—(1) These Regulations may be cited as the Economic Crime and Corporate Transparency Act 2023 (Consequential, Incidental and Miscellaneous Provisions) Regulations 2025.

(2) These Regulations come into force at the same time as section 43 of the Economic Crime and Corporate Transparency Act 2023 (prohibition on director acting unless ID verified)(**a**) comes into force.

(3) These Regulations extend to England and Wales, Scotland and Northern Ireland.

### Interpretation

**2.** In these Regulations "the 2006 Act" means the Companies Act 2006.

# PART 2

## Amendments to legislation

### Amendments to primary legislation

**3.** Schedule 1 contains amendments to primary legislation.

### Amendments to secondary legislation

**4.** Schedule 2 contains amendments to secondary legislation.

# PART 3

## Identity verification statements unavailable for inspection

### Making existing director identity verification statements unavailable for inspection

**5.** The registrar(**b**) must not make available for public inspection any statement that is delivered to the registrar in accordance with any requirements imposed by regulations made under section 4(3)(a) of, or section 220(1) and paragraph 3(2)(a) of Schedule 2 to, the Economic Crime and Corporate Transparency Act 2023 (identity verification of directors).

### Making identity verification statements of protected individuals unavailable for inspection

**6.**—(1) The registrar must not make available for public inspection any statement that is delivered to the registrar in accordance with regulation 10 of the Registrar (Identity Verification and Authorised Corporate Service Providers) Regulations 2025(**c**), where the individual to which the statement relates is a protected individual.

(2) In this regulation—

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(**a**) 2023 c. 56.
(**b**) See section 1060(3) of the Companies Act 2006.
(**c**) S.I. 2025/50.

"protected individual" means an individual in respect of whom the registrar is required to omit secured information from the material on the register under regulation 33 of the Register of People with Significant Control Regulations 2016(**a**);

"secured information" has the meaning given in regulation 2 of the Register of People with Significant Control Regulations 2016.

*Name*
Title
DATE Department for Business and Trade

(**a**) S.I. 2016/339.

# SCHEDULES

## SCHEDULE 1

Regulation 3

## Amendments to primary legislation

**Companies (Audit, Investigations and Community Enterprise) Act 2004**

**1.**—(1) The Companies (Audit, Investigations and Community Enterprise) Act 2004(**a**) is amended as follows.

(2) In section 45 (appointment of director)—

(a) in subsection (8), for "section 167(1)(a) of the Companies Act 2006 (requirement that company notify change among directors to registrar)" substitute "section 167G(1) of the Companies Act 2006 (duty to notify registrar of change in directors)";

(b) in subsection (9), for "section 167(1)(a)" substitute "section 167G(6)".

(3) In section 46(12) (removal of director) for "section 167(1)(a) of the Companies Act 2006 (requirement that company notify change among directors to registrar)" substitute "section 167G(1) of the Companies Act 2006 (duty to notify registrar of change in directors)".

**Companies Act 2006**

**2.** Section 1098C of the 2006 Act (the required information about an applicant)(**b**) is amended as follows—

(a) in subsection (1)—

(i) at the end of paragraph (e) omit "and";

(ii) after paragraph (e) insert—

"(ea) any registration number allocated to the firm in respect of its registration in a register maintained under regulation 54 or 55 of the Money Laundering Regulations, and";

(iii) in paragraph (f), for "the register" substitute "any other register";

(b) in subsection (2)—

(i) at the end of paragraph (c) omit "and";

(ii) at the end of paragraph (d) insert ", and";

(iii) after paragraph (d) insert—

"(e) any registration number allocated to the individual in respect of their registration in a register maintained under regulation 54 or 55 of the Money Laundering Regulations.";

(c) after subsection (4) insert—

"(4A) For the purposes of this section "Money Laundering Regulations" has the meaning given by section 1098B(8) (application to become authorised corporate service provider).".

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(**a**) 2004 c. 27, amended by S.I. 2009/1941; there are other amending instruments but none is relevant.

(**b**) Section 1098C was inserted by section 66 of the Economic Crime and Corporate Transparency Act 2023 (c. 56).

# SCHEDULE 2

Regulation 4

## Amendments to secondary legislation

### The European Economic Interest Grouping Regulations 1989

**1.** In regulation 5 of the European Economic Interest Grouping Regulations 1989 (managers (Article 19(2) of the EC Regulation))(**a**)—

(a) in paragraphs (3)(a) and (b), for "section 163", in each place it occurs, substitute "section 167J";

(b) in paragraph (3)(b), for "section 164" substitute "section 167K";

(c) omit paragraph (3A).

### The European Public Limited-Liability Company Regulations 2004

**2.**—(1) The European Public Limited-Liability Company Regulations 2004(**b**) are amended as follows.

(2) In regulation 79 (register of members of supervisory organ)—

(a) in paragraph (3)(a), omit "or";

(b) omit paragraph (3)(b);

(c) omit paragraph (10).

(3) In regulation 85 (registration of a public company by the conversion of a UK Societas)—

(a) in paragraph (3)(a), for "section 163" substitute "section 167J";

(b) in paragraph (3)(b), for "section 164" substitute "section 167K";

(c) omit paragraph (4);

(d) in paragraph (6)(a), for ''section 277'' substitute ''section 279J'';

(e) in paragraph (6)(b), for ''section 278'' substitute ''sections 279K and 279L'';

(f) omit paragraph (7).

### The Register of People with Significant Control Regulations 2016

**3.**—(1) The Register of People with Significant Control Regulations 2016 are amended as follows.

(2) Omit regulation 5 (modification for persons covered by section 790C(12) of the Act).

(3) In paragraphs (b) and (d) of regulation 18 (content of a warning notice), for "or 790E" substitute ", 790DA, 790E or 790EA".

(4) In regulation 20 (failure to comply with a section 790D or 790E notice: valid reason) and in the heading to that regulation, for "or 790E" substitute ", 790DA, 790E or 790EA".

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(**a**) S.I. 1989/638; relevant amending instruments are S.I. 2009/2399, 2014/2382.
(**b**) S.I. 2004/2326; relevant amending instruments are S.I. 2009/2400, 2014/2382, 2015/1695, 2018/1298.

**The European Public Limited-Liability Company (Register of People with Significant Control) Regulations 2016**

**4.**—(1) The European Public Limited-Liability Company (Register of People with Significant Control) Regulations 2016(**a**) are amended as follows.

(2) Omit regulations 5 and 6 (modification of the Act in its application to SEs).

**The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017**

**5.**—(1) The Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017(**b**) are amended as follows.

(2) In regulation 28 (customer due diligence measures), for paragraph (9) substitute—

"(9) Relevant persons do not satisfy their requirements under paragraph (4) by relying solely on information delivered to the registrar under any enactment that requires information to be delivered to the registrar about registrable persons, registrable relevant legal entities or registrable beneficial owners.

(9A) In paragraph (9)—

"registrable beneficial owner" has the meaning given in section 4(5) (application for registration) of, and Schedule 2 (registrable beneficial owners) to, the Economic Crime (Transparency and Enforcement) Act 2022(**c**);

"registrable person" has the meaning given in section 790C(4) (key terms) of the Companies Act 2006(**d**), including as that definition is applied under any enactment;

"registrable relevant legal entity" has the meaning given in section 790C(8) of the Companies Act 2006(**e**), including as that definition is applied under any enactment;

"registrar" means—

(a) in relation to information delivered to the registrar under Part 1 (registration of overseas entities) of the Economic Crime (Transparency and Enforcement) Act 2022, the registrar of companies for England and Wales;

(b) in relation to information delivered to the registrar under any other enactment, the registrar referred to in section 1060(3) (the registrar) of the Companies Act 2006.".

(3) In regulation 30A (requirement to report discrepancies in registers)—

(a) for paragraph (3) substitute—

"(3) A material discrepancy referred to in paragraphs (2) and (2B) must be reported—

(a) if it relates to a firm of a type described in paragraph (1)(a) to (d), to the registrar referred to in section 1060(3) of the Companies Act 2006;

(b) if it relates to a trust of a type described in paragraph (1)(e), to the Commissioners;

(c) if it relates to an overseas entity of a type described in paragraph (1)(f), to the registrar of companies for England and Wales.";

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(**a**) S.I. 2016/375.
(**b**) S.I. 2017/692; relevant amending instruments are S.I. 2019/685, 2020/991, 2022/860.
(**c**) 2022 c. 10. Schedule 2 was amended by section 162 of the Economic Crime and Corporate Transparency Act 2023 (c. 56). Other amendments have been made which are not relevant.
(**d**) Section 790C(4) was amended by S.I. 2016/136.
(**e**) Section 790C(8) was amended by S.I. 2016/136.

(b) omit paragraph (7);

(c) after paragraph (8) insert—

"(9) In this regulation "the register" means—

(a) in relation to a customer which is of the type described in paragraph (1)(a), the register within the meaning of section 1080(2) of the Companies Act 2006;

(b) in relation to a customer which is a firm of a type described in paragraph (1)(b) to (d), the records of information mentioned in section 1080(1)(a) of the Companies Act 2006 relating to such firm;

(c) in relation to a customer which is an overseas entity of a type described in paragraph (1)(f), the register referred to in section 3(1) of the Economic Crime (Transparency and Enforcement) Act 2022.".

**The Scottish Partnerships (Register of People with Significant Control) Regulations 2017**

**6.**—(1) The Scottish Partnerships (Register of People with Significant Control) Regulations 2017(**a**) ("the 2017 Regulations") are amended as follows.

(2) In regulation 2, in the definition of "the register", for "means the register kept by the registrar under section 1080 of the Companies Act 2006" substitute "has the meaning given in section 1080(2) of the Companies Act 2006, as applied to eligible Scottish partnerships by regulation 58A".

(3) After regulation 58 insert—

**"58A.** Section 1080(2) of the Companies Act 2006 applies to eligible Scottish partnerships, modified so that it reads as follows—

"(2) The records relating to eligible Scottish partnerships are referred to collectively as "the register".".".

(4) In regulation 61, in section 1087 of the 2006 Act (material not available for inspection) as applied in relation to information delivered to the registrar by eligible Scottish partnerships by that regulation, for subsection (1) substitute—

"(1) The following material must not, so far as it forms part of the register, be made available by the registrar for public inspection—

(a) any application or other document delivered to the registrar under section 1098B, 1098D or 1098E or regulations made under section 1098G (authorised corporate service providers);

(b) any document delivered to the registrar under regulations made under section 1110B;

(c) any other material which is excluded from public inspection by or under any enactment.".

**The Information Sharing (Disclosure by the Registrar) Regulations 2024**

**7.**—(1) The Information Sharing (Disclosure by the Registrar) Regulations 2024(**b**) are amended as follows.

(2) In regulation 2—

(**a**) S.I. 2017/694.
(**b**) S.I. 2024/1378.

(a) after the definition of "the 1989 Order" insert—

""the 2001 Regulations" means the Limited Liability Partnerships Regulations 2001(**a**);

"the 2004 Regulations" means the Limited Liability Partnerships Regulations (Northern Ireland) 2004(**b**);";

(b) after the definition of "the Companies Acts" insert—

""LLP" means a limited liability partnership within the meaning given by section 1 of the Limited Liability Partnerships Act 2000(**c**);".

(3) In regulation 3 (specified persons to whom information may be disclosed)—

(a) after paragraph (a) insert—

"(aa) a person acting as an insolvency practitioner within the meaning of section 388(1)(a) of the 1986 Act, as applied to LLPs by regulation 5(2) of, and Schedule 3 to, the 2001 Regulations or of Article 3(1)(a) of the 1989 Order, as applied to LLPs by regulation 5 of, and Schedule 3 to, the 2004 Regulations;";

(b) after paragraph (c) insert—

"(ca) the official receiver as defined by section 399(1) of the 1986 Act, as applied to LLPs by regulation 5(2) of, and Schedule 3 to, the 2001 Regulations and a person appointed in accordance with Article 355(1) of the 1989 Order, as applied to LLPs by regulation 5 of, and Schedule 3 to, the 2004 Regulations;".

(4) In regulation 4 (non-public purposes for which information may be disclosed to specified persons)—

(a) in paragraph (1)(b), omit ", including as applied to limited liability partnerships by the Limited Liability Partnerships Regulations 2001";

(b) after paragraph (1) insert—

"(1A) A reference in paragraph (1) to—

(a) the 1986 Act includes that Act as applied to LLPs by regulation 5(2) of, and Schedule 3 to, the 2001 Regulations;

(b) the 1989 Order includes that Order as applied to LLPs by regulation 5 of, and Schedule 3 to, the 2004 Regulations.";

(c) in paragraph (7), omit the definition of "limited liability partnerships".

**The Registrar (Identity Verification and Authorised Corporate Service Providers) Regulations 2025**

**8.** For regulation 31 of the Registrar (Identity Verification and Authorised Corporate Service Providers) Regulations 2025 substitute—

(**a**) S.I. 2001/1090.
(**b**) S.I. 2004/307.
(**c**) 2000 c. 12.

**"Requirement to deliver statements about the unique identifier**

**31.**—(1) Where a statement is delivered under any of the provisions mentioned in paragraph (2) that an individual's identity is verified, the statement must include a statement of the individual's unique identifier(**a**).

(2) The provisions are—

(a) section 12(2A) of the 2006 Act;

(b) section 12B(2) of that Act;

(c) section 167G(3)(c) of that Act;

(d) section 790LB(1) of that Act;

(e) section 790LM(2) of that Act;

(f) section 790LN(2) of that Act;

(g) section 1067A(1)(b) of that Act;

(h) section 1067A(2) of that Act;

(i) section 1098B(2)(c) of that Act;

(j) regulations made under section 4(3)(a) of the Economic Crime and Corporate Transparency Act 2023; and

(k) regulations made under paragraph 3(2)(a) of Schedule 2 to that Act.".

(**a**) See section 1082(1) of the Companies Act 2006 for the meaning of "unique identifier".

## EXPLANATORY NOTE

*(This note is not part of the Regulations)*

Part 2 of these Regulations makes amendments to primary and secondary legislation which are consequential on changes made to company law by the Economic Crime and Corporate Transparency Act 2023 (c. 56) ("the 2023 Act"), which removed the requirement for companies to maintain their own local registers of directors, secretaries and persons with significant control.

Regulation 3 of, and Schedule 1 to, the Regulations make consequential amendments to the Companies (Audit, Investigations and Community Enterprise) Act 2004 (c. 27) and amend the Companies Act 2006 (c. 46) to require a person applying to be an authorised corporate service provider to provide a registration number, if they have been allocated one in respect of a register maintained under the Money Laundering, Terrorist Financing and Transfer of Funds (Information on the Payer) Regulations 2017 (S.I. 2017/692).

Regulation 4 of, and Schedule 2 to, the Regulations make consequential amendments to various pieces of secondary legislation. They also amend the Registrar (Identity Verification and Authorised Corporate Service Providers) Regulations 2025 (S.I. 2025/50) so that a statement that is delivered to the registrar confirming that an individual's identity is verified must also include that individual's unique identifier, and they amend the Information Sharing (Disclosure by the Registrar) Regulations 2024 (S.I. 2024/1378) so that the registrar can disclose information to persons and for purposes relating to the insolvency of limited liability partnerships.

Part 3 of these Regulations makes provision requiring the registrar not to make certain identity verification statements available for public inspection.

A full Impact Assessment has not been prepared for this instrument as no, or no significant, impact on the private, voluntary or public sector is foreseen.

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