
Confirmation statement

With effect from 30 June 2016 the confirmation statement, form CS01, replaced the annual return, form AR01. Introduced under SBEE2015 as a deregulating measure, the confirmation statement is intended to offer an easier and more efficient way for companies to check and confirm information held by the Registrar of Companies rather than having to provide information in the form of the annual return, which for many companies remains unchanged from year to year.

All companies must make a confirmation statement up to a date not more than 12 months after the previous confirmation (or 12 months after incorporation), although a company may choose to make it up to an earlier date. The confirmation statement must be filed with the Registrar of Companies within 14 days of the confirmation date, together with a fee (currently £13 if filed online or £40 if filed in hard copy).

s.853A(1)

The statement confirms that all information that the company is required to have delivered to the Registrar of Companies under s. 853B (Relevant Events) has been delivered or is being delivered at the same time as the confirmation statement. In addition to the statement concerning relevant events, companies must provide updated information primarily relating to their share capital, share ownership and beneficial ownership (ss. 853C–I).

s.853A(2)(a)

s.853A(2)(b)

Checklist

- ▶ Check if the records at Companies House are up to date and either confirm or complete the confirmation statement information together with any additional forms required to update the public record as set out below.
- ▶ Provide details of any changes in relevant events during the confirmation period
- ▶ Provide details of any changes in:
 - ▷ the company's business activities or SIC code;
 - ▷ information about people with significant control or any changes;
 - ▷ statement of capital;

- ▷ trading status of shares; and
 - ▷ member information.
 - ▶ File the confirmation statement within 14 days of end of the review period to which it relates, together with the appropriate filing fee, if any: £40 if being filed in hard copy, and £13 if being filed electronically or online. s. 853A(5)
- ss. 853A(4), (6)**

Procedure

- ▶ A company's first review period begins on the date of incorporation and ends 12 months later. Subsequent review periods are the period of 12 months beginning on the day after the previous confirmation statement. Companies may choose to file a confirmation statement covering a shorter period than 12 months, but the period cannot exceed 12 months. s. 853(B)
- ▶ A confirmation statement is required even where there have been no changes.
- ▶ For all companies, details of any relevant events must have already been notified or be being notified at the same time as the confirmation statement is submitted using the usual statutory forms. The relevant events are:
 - ▷ company's registered office; s. 853C
 - ▷ company's directors and any changes to their registered or registrable information (see page 65); s. 853D
 - ▷ company's secretary and any changes to their registered or registrable information (see page 65); and
 - ▷ changes to the location of any of the company's registers.
- ▶ In addition, if there has been a change to any of details set out below, updated information must be provided with the confirmation statement: s. 853E
 - ▷ If the company's business activities have changed, the relevant SIC code(s).
 - ▷ If the company has shares, any change to the statement of capital. The statement of capital was simplified at the same time as the introduction of the confirmation statement and comprises details of the total number of shares of the company, of all classes, aggregate nominal value and aggregate amount unpaid on those shares, whether of nominal value or share premium. In addition, for each share class there must be provided details of the prescribed particulars of the rights attached to the shares, total number of shares of that class and the aggregate nominal value of the shares of that class.
 - ▷ Any changes in trading status of the shares. The requirement is to notify if any of the shares were at any time during the period

admitted to trading on a regulated market and if so whether the shares were admitted to that market throughout the period and whether the company was a DTR5 issuer.

- ▷ Any changes in members' information. A non-traded company that has not elected to keep its register of members on the public register must provide information about any changes to the names of any members, number of shares of each class held by members, and number and date of registration of any shares transferred during the confirmation period.
- ▷ If the company is a traded company, for every member who held 5% or more of the issued shares at any time during the period covered by the return, their name, address and holding of shares.

s.853G

Filing requirement

- ▶ Form CS01.
- ▶ Filing fee: £40 or £13 as appropriate.

Notes

If a company files more than one confirmation statement in any 12-month period, there is no fee payable for filing the second or subsequent statements.

More information



Chapter 7



Chapter 11



Guidance
Confirmation statement