



Companies Act 2006

2006 CHAPTER 46

PART 6

A COMPANY'S REGISTERED OFFICE [^{F1}AND EMAIL ADDRESS]

Textual Amendments

- F1** Words in Pt. 6 heading inserted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023](#) (c. 56), [ss. 29\(4\)](#), 219(1)(2)(b)

Modifications etc. (not altering text)

- C1** Pts. 1-39 modified (31.12.2020) by Regulation (EC) No. 2157/2001, Art. AAA1(3) (as inserted by [The European Public Limited-Liability Company \(Amendment etc.\) \(EU Exit\) Regulations 2018](#) (S.I. 2018/1298), [regs. 1](#), [97](#) (with [regs. 140-145](#)) (as amended by [S.I. 2020/523](#), [regs. 1\(2\)](#), [5\(a\)-\(f\)](#)); 2020 c. 1, [Sch. 5 para. 1\(1\)](#))
- C2** Pts. 1-39 (except for Pt. 7 and [ss. 662-669](#)), 45-47 extended (12.5.2011) by [The Companies Act 2006 \(Consequential Amendments and Transitional Provisions\) Order 2011](#) (S.I. 2011/1265), [art. 5\(1\)](#), [Sch. 1 para. 2](#)

General

86 [^{F2}A company's registered office][^{F2}Duty to ensure registered office at appropriate address]

[^{F2}(1) A company must ensure that its registered office is at all times at an appropriate address.

- (2) An address is an “appropriate address” if, in the ordinary course of events—
- (a) a document addressed to the company, and delivered there by hand or by post, would be expected to come to the attention of a person acting on behalf of the company, and

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- (b) the delivery of documents there is capable of being recorded by the obtaining of an acknowledgement of delivery.
- (3) If a company fails, without reasonable excuse, to comply with this section an offence is committed by—
 - (a) the company, and
 - (b) every officer of the company who is in default.
- (4) A person guilty of an offence under this section is liable on summary conviction—
 - (a) in England and Wales, to a fine;
 - (b) in Scotland or Northern Ireland, to a fine not exceeding level 5 on the standard scale and, for continued contravention, a daily default fine not exceeding one-tenth of level 5 on the standard scale.
- (5) Subsection (1) does not apply in relation to a company during any period for which the address of its registered office is a default address nominated by virtue of section 1097A(3)(h).]

Textual Amendments

- F2** S. 86 substituted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023](#) (c. 56), [ss. 28\(3\), 219\(1\)\(2\)\(b\)](#)

Modifications etc. (not altering text)

- C3** S. 86 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009](#) (S.I. 2009/1804), [regs. 2, 16](#)
- C4** S. 86 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009](#) (S.I. 2009/2436), [regs. 3-5, Sch. 1 para. 5](#) (with transitional provisions and savings in [regs. 7, 9, Sch. 2](#))

87 Change of address of registered office

- (1) A company may change the address of its registered office by giving notice to the registrar.
- [^{F3}(1A) The notice must include a statement that the new address is an appropriate address within the meaning given by section 86(2).]
- (2) The change takes effect upon the notice being registered by the registrar, but until the end of the period of 14 days beginning with the date on which it is registered a person may validly serve any document on the company at the address previously registered.
- (3) For the purposes of any duty of a company—
 - (a) to keep available for inspection at its registered office any register, index or other document, or
 - (b) to mention the address of its registered office in any document,
 a company that has given notice to the registrar of a change in the address of its registered office may act on the change as from such date, not more than 14 days after the notice is given, as it may determine.
- (4) Where a company unavoidably ceases to perform at its registered office any such duty as is mentioned in subsection (3)(a) in circumstances in which it was not practicable to give prior notice to the registrar of a change in the address of its registered office, but—

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- (a) resumes performance of that duty at other premises as soon as practicable, and
 - (b) gives notice accordingly to the registrar of a change in the situation of its registered office within 14 days of doing so,
- it is not to be treated as having failed to comply with that duty.

Textual Amendments

- F3** S. 87(1A) inserted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023 \(c. 56\)](#), [ss. 28\(4\)](#), 219(1)(2)(b)

Modifications etc. (not altering text)

- C5** S. 87: power to modify conferred (temp.) (26.6.2020) by [Corporate Insolvency and Governance Act 2020 \(c. 12\)](#), [ss. 39\(1\)](#), 40(e), 49(1) (with [ss. 2\(2\)](#), 5(2), 39(8)(9))
- C6** S. 87 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009 \(S.I. 2009/1804\)](#), [regs. 2](#), 16
- C7** S. 87 applied (with modifications) (1.10.2009) by [The Unregistered Companies Regulations 2009 \(S.I. 2009/2436\)](#), [regs. 3-5](#), [Sch. 1 para. 5](#) (with transitional provisions and savings in [regs. 7](#), 9, [Sch. 2](#))
- C8** S. 87 modified (temp.) (27.6.2020) by [The Companies etc. \(Filing Requirements\) \(Temporary Modifications\) Regulations 2020 \(S.I. 2020/645\)](#), [regs. 2](#), 5
- C9** S. 87(2) applied (E.W.) (31.1.2019) by [The Education Administration Rules 2018 \(S.I. 2018/1135\)](#), [rule 1](#), [Sch. 2 para. 1\(3\)](#) (with [rule 1.2](#))
- C10** S. 87(4)(b) modified (temp.) (27.6.2020) by [The Companies etc. \(Filing Requirements\) \(Temporary Modifications\) Regulations 2020 \(S.I. 2020/645\)](#), [regs. 2](#), 4

Welsh companies

88 Welsh companies

- (1) In the Companies Acts a “Welsh company” means a company as to which it is stated in the register that its registered office is to be situated in Wales.
- (2) A company—
 - (a) whose registered office is in Wales, and
 - (b) as to which it is stated in the register that its registered office is to be situated in England and Wales,may by special resolution require the register to be amended so that it states that the company's registered office is to be situated in Wales.
- (3) A company—
 - (a) whose registered office is in Wales, and
 - (b) as to which it is stated in the register that its registered office is to be situated in Wales,may by special resolution require the register to be amended so that it states that the company's registered office is to be situated in England and Wales.
- (4) Where a company passes a resolution under this section it must give notice to the registrar, who shall—
 - (a) amend the register accordingly, and

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- (b) issue a new certificate of incorporation altered to meet the circumstances of the case.

Modifications etc. (not altering text)

C11 S. 88 applied (with modifications) (1.10.2009) by [The Limited Liability Partnerships \(Application of Companies Act 2006\) Regulations 2009](#) (S.I. 2009/1804), regs. 2, 17

^{F4}Registered email address

Textual Amendments

F4 Ss. 88A, 88B and cross-heading inserted (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023](#) (c. 56), ss. 29(5), 219(1)(2)(b)

88A Duty to maintain a registered email address

- (1) A company must ensure that its registered email address is at all times an appropriate email address.
- (2) An email address is an “appropriate email address” if, in the ordinary course of events, emails sent to it by the registrar would be expected to come to the attention of a person acting on behalf of the company.
- (3) If a company fails, without reasonable excuse, to comply with this section an offence is committed by—
 - (a) the company, and
 - (b) every officer of the company who is in default.
- (4) A person guilty of an offence under this section is liable on summary conviction—
 - (a) in England and Wales, to a fine;
 - (b) in Scotland or Northern Ireland, to a fine not exceeding level 5 on the standard scale and, for continued contravention, a daily default fine not exceeding one-tenth of level 5 on the standard scale.

Modifications etc. (not altering text)

C12 S. 88A excluded (26.10.2023 but only so far as it confers a power to make regulations or relates to the exercise of the power, otherwise prosp.) by [Economic Crime and Corporate Transparency Act 2023](#) (c. 56), ss. 30(4), 219(1)(2)(b)

88B Change of registered email address

- (1) A company may change its registered email address by giving notice to the registrar.
- (2) The notice must include a statement that the new address is an appropriate email address within the meaning given by section 88A(2).
- (3) The change takes effect upon the notice being registered by the registrar.]

Changes to legislation:

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Changes and effects yet to be applied to :

- Pt. 6 heading words inserted by [2023 c. 56 s. 29\(4\)](#)
- s. 88A 88B and cross-heading inserted by [2023 c. 56 s. 29\(5\)](#)

Changes and effects yet to be applied to the whole Act associated Parts and Chapters:

- Act amendment to earlier affecting provision S.I. 1989/638, Sch. 4 by [S.I. 2024/410 Sch. 2 para. 1](#)
- Act amendment to earlier affecting provision S.I. 2008/373 reg. 11(1) by [S.I. 2013/1971 reg. 9\(a\)](#) (This amendment not applied to legislation.gov.uk. Amending Regulations revoked (1.10.2013) without ever being in force by S.I. 2013/2224, reg. 2)
- Act amendment to earlier affecting provision S.I. 2008/373 reg. 3(4) by [S.I. 2013/1971 reg. 4](#) (This amendment not applied to legislation.gov.uk. Amending Regulations revoked (1.10.2013) without ever being in force by S.I. 2013/2224, reg. 2)

Whole provisions yet to be inserted into this Act (including any effects on those provisions):

- s. 156A-156C inserted by [2015 c. 26 s. 87\(4\)](#)
- s. 156B(5) omitted by [2023 c. 56 Sch. 2 para. 26](#)
- s. 156C(2) words substituted by [2023 c. 56 s. 41\(2\)\(a\)](#)
- s. 156C(2A) inserted by [2023 c. 56 s. 41\(2\)\(b\)](#)
- s. 156C(3) substituted for s. 156C(3)-(5) by [2023 c. 56 Sch. 2 para. 27](#)
- s. 479A(2)(c)(zi) inserted by [S.I. 2019/177 reg. 4\(b\)\(i\)](#) (This amendment not applied to legislation.gov.uk. Reg. 4 substituted by regs. 4, 4A immediately before IP completion day by S.I. 2019/1392, regs. 1(2), 4)
- s. 479B(a)(iii) amendment to earlier affecting provision S.I.2008/1991 reg.34 by [S.R. 2024/78 reg. 31\(4\)](#)
- s. 479B(a)(iii) amendment to earlier affecting provision S.I.2008/1991 reg.34A by [S.R. 2024/78 reg. 31\(5\)](#)
- s. 1047(4)(i)(j) inserted by [2023 c. 56 s. 21\(2\)](#)
- s. 1087(da) substituted by [2023 c. 56 s. 52\(2\)](#)
- s. 1087A-1807C applied by S.I. 2009/2436, Sch. 1 para. 20(1)(ca) (as substituted) by [S.I. 2024/410 Sch. 2 para. 5\(d\)\(ii\)](#)
- s. 1110E-110G applied by S.I. 2009/1804, reg. 60 (as amended) by [S.I. 2024/234 reg. 26](#)
- s. 11989A applied (with modifications) by S.I. 2009/1804, reg. 79A (as inserted) by [S.I. 2024/234 reg. 46](#)
- Sch. 10 para. 6(2D) inserted by [S.I. 2019/177 reg. 28\(e\)](#) (This amendment not applied to legislation.gov.uk. Reg. 28(e) omitted immediately before IP completion day by virtue of S.I. 2020/523, regs. 1(2), 14(e)(iv))
- Sch. 10 para. 7(2A) inserted by [S.I. 2019/177 reg. 29\(b\)](#) (This amendment not applied to legislation.gov.uk. Reg. 29 substituted immediately before IP completion day by S.I. 2020/523, regs. 1(2), 14(f))