

ROE Compliance Checklist

A one-page reference for overseas entities owning UK property

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Chartered Certified Accountants & Chartered Tax Advisers

ACSP-Registered • ROE Verification Agent • AML-Supervised

This checklist is designed for overseas entities owning UK property — and for the advisers (legal, accounting, family office) who support them. It is a working reference, not a substitute for professional advice. Use it to identify whether your structure has the right pieces in place, where the gaps are, and what to do next.

If you are unsure about any item below — or if your structure involves trusts, multi-tier ownership, or recent changes — contact The Tax Lead for a specific assessment. The cost of getting ROE compliance right is materially lower than the cost of getting it wrong.

1. Does your structure need to register on the ROE?

Work through these questions to confirm whether your structure is in scope:

- ☐ Is the entity governed by the law of a country or territory OUTSIDE the United Kingdom?
- ☐ Does the entity own (or wish to acquire) UK freehold land or a UK lease originally granted for more than 7 years (in England and Wales; 20 years in Scotland; 21 years in Northern Ireland)?
- ☐ Was the property registered at the Land Registry on or after 1 January 1999 (England and Wales)?

Note: If you answer YES to all three, the entity is in scope of the ROE and must register. Common in-scope vehicles include UAE companies, BVI/Cayman companies, Jersey/Guernsey/Isle of Man companies, Hong Kong/Singapore companies, and EU companies. UK-incorporated companies (England & Wales, Scotland, Northern Ireland) are NOT overseas entities — they fall under the PSC regime instead.

2. Information to gather before registration

Entity information

- ☐ Full legal name and any former names
- ☐ Country of incorporation and registration number
- ☐ Date of incorporation
- ☐ Registered office address
- ☐ Principal office address
- ☐ Service address for the UK
- ☐ Email address for service of formal notices
- ☐ Public register on which the entity is recorded (where applicable) and registration number on that register
- ☐ Title numbers of all UK qualifying land currently held (required since 4 June 2024)

Beneficial owner information

A beneficial owner is broadly anyone holding more than 25% of shares or voting rights, or otherwise exercising significant influence. For each registrable beneficial owner who is an individual:

- ☐ Full name (including any former names)
- ☐ Date of birth
- ☐ Nationality
- ☐ Correspondence address (public)
- ☐ Home address (private — not on public register but held by Companies House)
- ☐ Date the person became a beneficial owner
- ☐ Which of the beneficial ownership conditions applies and the basis on which it applies
- ☐ Whether the person is subject to UK financial sanctions

Managing officers (if no registrable beneficial owners)

If there are no registrable beneficial owners, the same information must be provided for managing officers (directors or equivalent).

Trust information

Where any trust is in the ownership chain (anywhere — not just at the top), trust disclosure on form OE5 is required:

- ☐ Trust name
- ☐ Date the trust was created
- ☐ Settlor details (name, DOB, nationality, addresses)
- ☐ Trustees details — for each trustee whether individual or corporate
- ☐ Beneficiaries details
- ☐ Protector or enforcer details (where applicable)
- ☐ Trust deed and any subsequent supplemental deeds

Note: Trust disclosure scope was significantly expanded by ECCTA from 4 June 2024. From 31 August 2025, certain trust information can be accessed by the public on application (subject to protection rules). If your structure involves a trust — at any level — get specialist advice on the disclosure position.

3. Verification documents required

ROE registration requires that information is independently verified by a UK-supervised "relevant person" before submission. Documents typically required include:

For each individual (beneficial owners and managing officers)

- ☐ Certified copy of passport (photo and identity pages)
- ☐ Proof of current residential address dated within the last 3 months (utility bill, bank statement, or government correspondence)
- ☐ Certified copies must be made by an appropriate professional (notary, solicitor, bank, embassy)
- ☐ Non-English documents must be accompanied by certified translations

For the overseas entity

- ☐ Certificate of incorporation (or equivalent)
- ☐ Memorandum and articles of association (or equivalent)
- ☐ Register of members / shareholders showing current ownership
- ☐ Register of directors
- ☐ Where corporate ownership exists in the chain, extracts from each jurisdiction's corporate register

For trusts in the chain

- ☐ Trust deed (original deed and any supplemental deeds)
- ☐ Letter of wishes (where applicable, though usually not disclosed)
- ☐ List of current beneficiaries
- ☐ Details of all distributions during the relevant disclosure period (where required)

4. Timing and deadlines

- ☐ If acquiring UK property: ROE registration must be completed BEFORE the Land Registry will register the title transfer
- ☐ Annual update statement: due within 14 days of the anniversary of registration
- ☐ Where information has changed: verification must be carried out within the 3-month window before the update statement date
- ☐ Where information has NOT changed: a verification statement is not required, but beneficial owners must still confirm their information through an information notice process (up to 1 month for response)
- ☐ Start annual update process at least 4-6 weeks before the statement date; earlier for complex structures

Note: Anniversary dates are tied to the date of registration, not calendar year-end. Find your statement date on the Companies House register entry for your entity.

5. Common compliance failures to avoid

- ☐ Not registering at all (often because the obligation was unknown to the entity's officers)
- ☐ Registering but never filing annual updates (the most common ongoing failure)
- ☐ Filing annual updates without verification when verification was required (Companies House will reject)
- ☐ Trying to update online when a paper filing is required (trust structures generally require paper filing)
- ☐ Missing the 14-day filing window — even by a few days starts penalty exposure
- ☐ Failing to update for ECCTA changes (e.g. trust disclosure expansion from 4 June 2024)
- ☐ Letting verification expire — verification valid only within 3 months before the update statement date
- ☐ Assuming an overseas entity that disposed of UK property in 2022 is no longer required to register (retrospective application catches these)

6. Penalty exposure for non-compliance

Non-compliance with the ROE regime triggers consequences on three layers simultaneously:

Civil financial penalties

- ☐ Medium-level default penalty: £20,000
- ☐ Higher amounts for higher-value properties
- ☐ Daily-rate penalties for continued non-compliance
- ☐ No statutory cap on fines for the failure-to-register offence

Criminal sanctions

- ☐ Unlimited fines on Crown Court conviction for serious offences
- ☐ Daily default fines of up to £2,500 per day for continued contravention
- ☐ Imprisonment of up to 2 years for certain offences
- ☐ Imprisonment of up to 5 years for the most serious offences
- ☐ Director disqualification

Land Registry restrictions

- ☐ Cannot sell, transfer, lease (over 7 years), or charge the UK property
- ☐ Restriction in place until Companies House confirms compliance
- ☐ Restriction blocks refinancing, succession transfers, and commercial dealings

Note: Companies House has accelerated enforcement substantially since late 2023. Warning notices are routine and penalty notices are now being issued regularly. Bringing late filings up to date promptly is materially cheaper than waiting for enforcement action.

7. When to involve a specialist

Most ROE registrations are straightforward and can be handled by any UK-regulated verification agent. Specialist advice is particularly valuable in the following situations:

- ☐ Trust structures in the ownership chain (especially private corporate trustees or multi-tier trusts)
- ☐ Multi-jurisdictional groups with several layers of ownership
- ☐ Late registration or missed annual updates with potential penalty exposure
- ☐ Structures involving sanctioned individuals or jurisdictions
- ☐ Pre-ECTEA structures that may need updated disclosure under post-4 June 2024 ECCTA rules
- ☐ Urgent registrations tied to imminent property transactions
- ☐ Wider tax planning (SDLT, CGT, IHT, ATED) alongside the ROE compliance
- ☐ UAE / GCC structures requiring coordination with UAE Corporate Tax considerations
- ☐ BVI, Jersey, Guernsey, Isle of Man structures with home-jurisdiction trustees or agents

8. How The Tax Lead can help

The Tax Lead is registered with Companies House as both an Authorised Corporate Service Provider (ACSP) and a Register of Overseas Entities verification agent. Our managed service covers the full ROE compliance lifecycle.

Standard service pricing

- ☐ Initial registration: £1,360 fixed fee (Companies House filing fee included)
- ☐ Standard annual update: £680 fixed fee (Companies House filing fee included)
- ☐ Complex matters (multiple trusts, multi-tier groups, urgent deadlines, remediation of historic errors) quoted in advance

What our managed service covers

- ☐ Initial scoping and identification of all registrable beneficial owners and trusts
- ☐ Coordination with home-jurisdiction agents (BVI registered agent, Jersey trustee, UAE law firm, etc.)
- ☐ Document collection and certified translations through approved translators
- ☐ Identity verification under ECTEA and AML standards
- ☐ Preparation of verification statement (OE VF01)
- ☐ Companies House submission and liaison
- ☐ OE ID issued and provided to conveyancing solicitors for Land Registry purposes
- ☐ Calendar management for the annual update cycle
- ☐ Annual update preparation, verification (where required), and filing

Get started

If you have worked through this checklist and identified gaps in your compliance — or if you would like a specialist review of your structure — contact The Tax Lead today.

Initial conversation: 30 minutes by phone or video, no charge, no obligation. We will confirm whether your structure is in scope, what work is required, and the fee in writing before any engagement.

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Important: This checklist is a general working reference based on our understanding of UK law as it applies for 2026/27. It is not specific advice and should not be relied on as such. The Register of Overseas Entities regime continues to evolve under the Economic Crime and Corporate Transparency Act 2023 and subsequent regulations. Always obtain specific professional advice before taking action on the matters covered. The Tax Lead is a trading name of The Tax Lead Limited (England and Wales company number 14111081). © 2026 The Tax Lead Limited. All rights reserved.