COMPLIANCE & PRACTICES

Company Restorations

How to bring a struck-off company back to the register, and which of the two routes your client's case needs.

Most struck-off companies can be restored within six years of dissolution. Which route applies depends on how the company came off the register: if Companies House struck it off while it was still trading, a former director or shareholder can apply direct to the registrar on form RT01; almost everything else needs a court order.

What dissolution does

A dissolved company no longer exists as a legal person. Clients usually find out when something stops working:

- the bank freezes the account, because there is no longer a customer to hold it
- contracts, leases and licences have no counterparty
- the company cannot sue, be sued, issue invoices or receive payment
- anything it owned, including cash at the bank and property, passes to the Crown as **bona vacantia** (ownerless property)

The common causes are missed filings. Companies House strikes off companies that do not file accounts or confirmation statements, often because reminders went to an old registered office or a former accountant's email. Directors who apply for voluntary strike-off with money still in the account, or with a property still in the company's name, are the other frequent case.

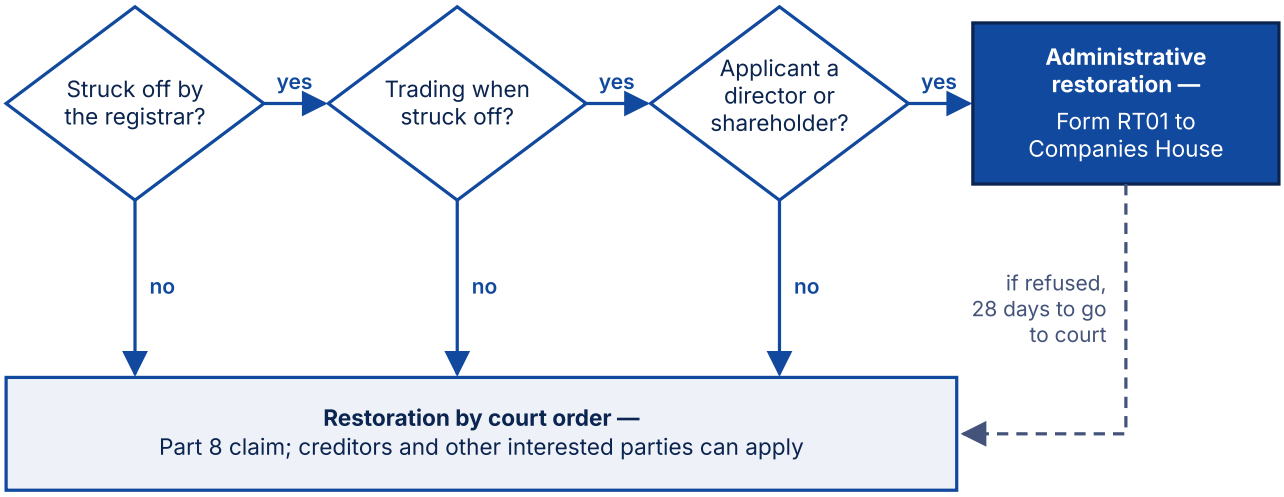
On restoration the company is treated as though it had never been dissolved, so contracts, assets and the bank account come back with it. Acting quickly matters: Crown representatives can sell bona vacantia property in the meantime, and once an asset is sold the restored company is entitled only to the sale proceeds, not the asset itself.

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Which route

How the company came off the register decides the route



Both routes: apply within 6 years of dissolution. Court claims for personal injury have no time limit.

A "no" to any of the three questions means a court order. Check the company's filing history on Companies House first: a DS01 or liquidator's final account settles it immediately.

Administrative restoration

This is the quicker, cheaper route, made directly to Companies House with no court involved. All of these must apply:

- the applicant was a **director or shareholder** when the company was struck off
- the **registrar** struck the company off (under section 1000 or 1001 of the Companies Act 2006), not the directors
- the company was **carrying on business or in operation** at the time
- the application is made within **6 years** of dissolution

The application goes in on form RT01 with a statement of compliance. Companies House will reject it unless the package is complete, so everything is sent together:

1. Form RT01 and the **£341** restoration fee (increased 1 February 2026)
2. All outstanding accounts, and confirmation statements on form CS01 using the confirmation date from the last statement filed before strike-off
3. Any filing fees and unpaid late filing penalties
4. A bona vacantia waiver letter, if the company held any assets

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Restoration takes effect on the date the registrar notifies the applicant. Companies House aims to deal with complete applications within a few weeks; obtaining the waiver letter first usually takes longer than the RT01 itself.

If the registrar refuses, the applicant has 28 days to apply to court, even if the six years has run out.

Restoration by court order

The court route covers everything the administrative route cannot:

- companies the **directors** struck off voluntarily (section 1003, form DS01)
- companies dissolved after **liquidation or administration**
- companies that were **not trading** when the registrar struck them off
- applicants who were not directors or shareholders: **creditors**, former liquidators, landlords, anyone with a contract or claim against the company, or anyone else the court accepts has an interest

The time limit is generally 6 years from dissolution. Where the purpose is to bring a personal injury claim against the company, there is no time limit.

In England and Wales the application is a **Part 8 claim** (form N208), supported by a witness statement setting out the company's history, why it was struck off, the applicant's interest and why restoration is sought. The claim is served on the Registrar of Companies and on the Treasury Solicitor (or the solicitor for the Duchy of Lancaster or Cornwall where the registered office is in those areas).

Where neither the registrar nor the Crown objects, many cases are settled on paper by consent without a contested hearing. The applicant typically pays the court fee, the registrar's costs and the Crown's costs, and gives undertakings to bring the company's filings up to date.

The company is restored when a sealed copy of the order is delivered to Companies House.

The bona vacantia waiver letter

If the company owned anything when it was dissolved — even a small bank balance — the Crown must consent before it is restored. That consent is the waiver letter.

- **Who issues it.** For companies registered in England and Wales, the Bona Vacantia Division of the Government Legal Department, which acts for the Treasury Solicitor. Companies with a registered office in the Duchy of Lancaster or Cornwall deal with the Duchy's solicitors instead.
- **How.** Apply on form WA1 before submitting the RT01, and send the letter with it.
- **Cost.** £64 for an administrative restoration. The Crown may also recover its costs of dealing with any property while the company was dissolved.
- **Timing.** Allow several weeks; longer where property or larger sums are involved.

Where the only aim is to recover a small cash balance, the Bona Vacantia Division can make a one-off discretionary grant of up to £3,000 without the company being restored. All former shareholders must apply, the company must have no creditors, and the grant is at the Division's discretion. Worth checking before committing to restoration costs.

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After restoration

The restored company is treated as having continued in existence as if it had never been struck off. Its contracts, assets and liabilities are back in place. Where something happened during dissolution that now needs unwinding, the court can give directions; after an administrative restoration, that application must be made within 3 years.

Points to deal with straight away:

- **Name.** If another company has taken the name in the meantime, the company is restored with its registered number as its name and must pass a resolution to change it within 14 days. Failing to do so is an offence.
- **Late filing penalties.** Accounts that were already overdue at dissolution attract penalties calculated as if the dissolved period had not happened. Accounts that fell due while the company was dissolved do not.
- **Ongoing filings.** The next accounts and confirmation statement deadlines resume immediately. Diarise them, and update the registered office and registered email address if the reason for strike-off was mail going astray.
- **Directors' identity verification.** Since 18 November 2025 every director must verify their identity with Companies House. As an Authorised Corporate Service Provider, we can verify directors' identities as part of the restoration.
- **Bank and HMRC.** Send the bank the restoration notice or sealed order to unfreeze the account. Bring corporation tax, VAT and PAYE records up to date for the dissolved period.
- **Gazette.** A notice of restoration is published in The Gazette.

How we help

Most restorations we see start with a practice telling us a client's bank account has been frozen. We work out which route applies and, for administrative restorations, run the whole process:

- confirm the strike-off type and eligibility from the public record
- apply for the bona vacantia waiver letter
- prepare and file the outstanding accounts and confirmation statements with you, and calculate the penalties due
- submit the RT01 package and track it to restoration
- deal with the name, registered office and post-restoration filings

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Where our role stops. A court restoration is a court claim. We are not authorised to conduct litigation, so the claim is issued either by a solicitor we refer to or by the applicant in person. We prepare the company's history and filings that the witness statement relies on, assemble the evidence, liaise with Companies House and the Bona Vacantia Division, and stay involved until the company is back on the register and up to date.

How MTM can help

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