

Royal Decree 214/2025: obligation to calculate carbon footprints, draw up emission reduction plans and publicly disclose the same

Royal Decree 214/2025 does not create a new register, as its title suggests, but rather keeps and expands the one in place since 2014. What is truly new is the obligation imposed on specific companies and public bodies to calculate their carbon footprint and to draw up greenhouse gas emission reduction plans, as well as to publish the same. The royal decree's succinct wording raises some questions of interpretation.

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Royal Decree 214/2025 of 18 March “creating the register of carbon footprints, offsetting and carbon dioxide absorption projects and establishing the obligation to calculate carbon footprints and to draw up and publish greenhouse gas emission reduction plans” (the ‘Royal Decree’) comes into force on 12 June.

However, despite what is stated in the title and Article 1 - regarding the “[s]ubject matter and purpose” - and in a clear departure from the guiding principles of legislative drafting (in particular, those of transparency and legal certainty), the Royal Decree *does not create the register* of carbon footprints, offsetting and CO₂ absorption projects (the ‘register’), such having been established by

Royal Decree 163/2014 and being in operation since then.

As the Royal Decree itself acknowledges, it does not even modify the objectives or fundamental elements of the register: the changes are essentially limited to extending its scope to new types of absorption projects and event carbon footprints, laying down some additional participation requirements and introducing improvements in the processing and coordination with equivalent regional registers. In fact, the 2014 royal decree is repealed and replaced by Royal Decree 214/2025, but the registrations made under it remain valid, unless they need to be updated (fourth additional provision).

Therefore, the true purpose and novelty of the Royal Decree is that of requiring specific companies and public bodies to calculate their carbon footprint and draw up greenhouse gas emission reduction plans, as well as to publish the same.

In fact, the Climate Change and Energy Transition Act 7/2021 provided that certain companies would be required to calculate and publish their carbon footprint, as well as to draw up a greenhouse gas emission reduction plan (twelfth final provision). The determination of details necessary for enforcement, including the obligated companies, was left to the Government's approval of secondary legislation within one year of the entry into force of the aforementioned Act.

Finally, after a delay of almost four years, the above delegation has been fulfilled with the promulgation of Royal Decree 214/2025, the most relevant aspects of which are set out below:

1. **Obligation to calculate the carbon footprint**

The Royal Decree defines the carbon footprint as "all greenhouse gases (GHG) resulting, directly or indirectly, from the activity of an organisation" (Art. 1(3)(a)).

The companies and public bodies specified below must calculate their organisation's carbon footprint on an annual basis. To do so, they shall use the emission factors and other supporting tools and documents published by the Ministry for the Ecological Transition and Demographic Challenge. According to the Royal Decree, these documents "shall include a list of emission factors for scopes 1 and 2 and, as far as possible, scope 3, which must be used in the calculation of carbon footprints"; it is specified that if these emission factors are not published for the year for which the footprint is calculated, those for the last available year shall be used (Articles 6(5) and (6))¹. The Royal Decree specifies, however, that in the case of companies, these emission factors shall be used to the extent that they are compatible with non-financial reporting standards in force.

¹ The Ministry for the Ecological Transition and Demographic Challenge publishes the official emission factors for scopes 1 and 2 online in the second quarter of each year. Of particular note among the supporting documents are the 'Guide for calculating the carbon footprint and for drawing up an improvement plan for an organisation' (see in this [link](#)) and the tool consisting of a carbon calculator that lets you estimate scope 1 and 2 greenhouse gas emissions associated with an organisation's activities (see in this [link](#)).

a) *Companies and public bodies subject to the obligation*

With regard to companies, the Royal Decree limits the obligation to calculate the carbon footprint to those that must report on non-financial matters in accordance with “Article 49(5) of the Code of Commerce and Article 262(5) of the Companies (Recast) Act or provisions that amend, supplement or replace them” (Article 11(1)).

In accordance with the provisions of these articles of the Code of Commerce and the Companies Act, as amended by Act 11/2018 of 28 December, companies that prepare consolidated accounts and companies limited by shares that, during two consecutive financial years, meet at least two of the following conditions shall be required to include a non-financial information statement in their directors’ report:

- 1) Total assets exceed twenty million euros.
- 2) Net annual turnover exceeds forty million euros.
- 3) Average number of employees during the financial year exceeds two hundred and fifty.

Companies that prepare consolidated accounts and companies limited by shares that are considered public interest entities in accordance with the provisions of the Auditing of Accounts Act 22/2015 of 20 July are also obligated, provided that they have had an average number of employees exceeding five hundred during the financial year.

In the public sector, this obligation applies to ministerial departments and central general government (attached or -controlled) bodies.

b) *Sources of greenhouse gas emissions covered by the obligation: does it also include scope 3 emissions?*

One of the questions raised by companies’ obligation to calculate their carbon footprint concerns the sources of greenhouse gas emissions to which it refers.

The doubt arises because, for the purposes of registering the carbon footprint, Article 6 of the Royal Decree requires registration of at least the following emissions:

- direct greenhouse gas emissions (e.g. emissions from the combustion of boilers, furnaces, vehicles, etc.), referred to as *scope 1*;
- indirect emissions associated with the generation of electricity and energy purchased and consumed by the organisation (heat, steam, cooling and compressed air), referred to as *scope 2*.

However, registration of other indirect emissions (e.g. business travel or transport of raw materials, fuels and products by third parties), referred to as *scope 3*, will be voluntary.

This article does not seem to apply to companies’ obligation to calculate their carbon footprint, given that this obligation is not linked to registration in the register, which remains voluntary for companies. Thus, according

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to Article 12 of the Royal Decree, only public sector organisations are required to register their carbon footprint and reduction plan on an annual basis.

This raises the question of whether the obligation to calculate the carbon footprint also includes scope 3 emissions. In this regard, in relation to public sector bodies required to calculate their carbon footprint, the Royal Decree does specify that “for the calculation of the carbon footprint for 2028 and beyond, scope 3 shall be included in the calculations”.

There is no similar provision for companies, but it seems that the most reasonable interpretation is that, for the time being, they are also excluded from the calculation of their scope 3 carbon footprint. This is supported by the fact that the Royal Decree requires that the carbon footprint be calculated using the emission factors published by the Ministry for Ecological Transition and Demographic Challenge, and these emission factors do not necessarily have to include, according to the regulation itself, scope 3 emission factors (Article 6.4) and, in fact, do not appear in those published to date. In any case, this is a matter that must be clarified by the Ministry.

2. Obligation to draw up an emissions reduction plan and make this plan and the carbon footprint available to the public

In addition to calculating their carbon footprint, these companies and public bodies are required to:

- Draw up a greenhouse gas emissions reduction plan containing, at the very least, a quantified reduction target over a time horizon of at least five years, together with the measures to achieve it.
- Make information on their carbon footprint and reduction plan available to the public free of charge and in an accessible manner on their website. Companies will comply with this obligation if they include this information in their sustainability report.

Once again, the title of the Royal Decree is misleading, as the obligation to inform the public is not limited, as it seems to suggest, to reduction plans, but also includes the carbon footprint. This obligation to inform the public was not provided for in Act 7/2021, although its legal basis could be found in the provision contained in the Code of Commerce and in the Companies Act on the duty of companies required to report on non-financial matters to provide information on “the significant elements of greenhouse gas emissions generated as a result of the company’s activities [...]”.

As we have already mentioned, unlike public sector bodies, companies are not required to register in the carbon footprint, offsetting and carbon dioxide absorption projects register. It is a different matter whether such registration may be of interest to them, insofar as it confers advantages, such as obtaining the official seal of the Ministry for the Ecological Transition and Demographic Challenge, which distinguishes the efforts of organi-

sations calculating, offsetting and reducing emissions.

3. When do these obligations come into force?

The Royal Decree comes into force, as we have already mentioned, on 12 June 2025, and it appears that from this date onwards, it is incumbent on companies and public bodies to calculate their carbon footprint and draw up an emissions plan. With regard to the carbon footprint, this is the case for public sector bodies, based on the provision that “the first footprint shall be recorded [in the register] in 2026, corresponding to the carbon footprint for 2025”.

Following the same pattern, companies will be required to report their carbon footprint in their next sustainability report in 2026, corresponding to the 2025 financial year.

However, the provision contained in Article 11(6) of the Royal Decree states that “the obligations established for companies in subarticles (1) and (3) [calculation of the carbon footprint and preparation of an emissions reduction plan] shall enter into force in accordance with the timetable established by Act 11/2018 of 28 December, or subsequent amendments thereto, depending on the type of organisation”.

However, the only applicable ‘timetable’ contained in Act 11/2018 - in its transition-

al provision - refers to the amendments introduced in relation to the disclosure of non-financial information in transposition of Directive 2014/95/EU, the deadlines for application of which have already expired.

It can therefore be interpreted that the provision actually refers to future amendments to Act 11/2018 that extend the number of companies required to submit non-financial information, which would in turn imply the extension of the duty to calculate the carbon footprint and draw up emission reduction plans. In particular, it seems to anticipate the phased entry into force of the sustainability reporting obligations provided for in the Corporate Sustainability Reporting Directive (CSRD), the deadlines for which have been amended by the recent Directive (EU) 2025/794 of the European Parliament and of the Council of 14 April. This interpretation is supported by the explanatory notes to the Royal Decree, which states that “the conditions, timetables and requirements laid down in Act 11/2018 of 28 December” remain in force.

In any case, it would be highly advisable for the Ministry for the Ecological Transition and Demographic Challenge to issue a statement clarifying this and other aspects which, as mentioned, may give rise to doubts regarding the application of the Royal Decree.