



YOUR TRUSTED PARTNER FOR COMPANY SECRETARIAL SERVICES

Our bespoke corporate secretarial services provide your company with a cost-effective and flexible alternative to in-house functions. By allowing us to support you in this vital role, you are able to focus more on the day-to-day running of your business. Whether you need a partner to attend AGMs or want us to manage your company incorporations, Centralis has the solution and expertise to meet your needs.

In today's increasingly complex environment, good governance remains key to businesses and the need to be more efficient and transparent is more important than ever.

A company secretary has a vital role to play in steadying the business. However, some companies may not have this expertise in-house. You can benefit from outsourcing your company secretarial function to our professional team of experts, who can provide the services listed below.

Company Incorporation Services

Centralis can assist with the incorporation of new entities. We can:

- Provide advice on different company types and the incorporation process
- Provide suitably qualified Irish resident directors
- Manage the full incorporation process for Irish companies
- Assist with post incorporation matters

Annual Compliance Services

In order to ensure that companies and directors adhere to ongoing company law obligations, we will:

- Maintain statutory registers and minute books
- Prepare and file annual return documentation in a timely manner
- Prepare Annual General Meeting documentation within the required deadlines
- Prepare and file statutory forms regarding company changes (e.g. changes in officers, director details and registered office)

Acting as Company Secretary

Directors have a legal obligation to ensure that the person appointed as Company Secretary has the necessary skills and resources to enable them to carry out their duties. In order to ensure that this legal duty is fulfilled, Centralis can act as the named Company Secretary. Centralis will:

- Sign the annual return and other documents as the Company Secretary
- Ensure the statutory duties of the Company Secretary are fulfilled
- Provide Company Secretarial advice when required

Director and Shareholder Meetings

Centralis can provide experienced company secretaries to ensure that director and shareholder meetings are convened in accordance with the provisions of the Companies Act 2014. Centralis can:

- Organise and manage meetings in line with good corporate governance practices
- Provide a suitable meeting room
- Prepare agendas, notices, proxies and comprehensive Board packs in an electronic format
- Attend meetings and draft minutes arising out of Board meetings and Annual General Meetings
- Prepare director and shareholder resolutions in line with the constitution of the company



Changes to Share Capital

If changes are required to the share capital structure, Centralis can:

- Manage share subscriptions and share allotments
- Manage share sales and share transfers
- Assist with the creation of new share classes and alteration of share class rights
- Rectify statutory registers
- Issue share certificates
- Assist with share capital reductions and redemptions

Register of Beneficial Ownership

It is a requirement for all Irish companies to maintain a register of beneficial ownership and file this information in the central register. To ensure that companies adhere to beneficial ownership disclosure requirements, Centralis can:

- Assist with beneficial ownership registration
- Maintain the internal register of beneficial ownership
- Prepare and file forms relating to changes in beneficial ownership

Additional Company Secretarial Services

- Nominee shareholder services
- Corporate health check
- Branch formation and ongoing compliance service
- Provision of registered office address and mail forwarding facility
- Company name changes
- Re-registration of company types
- Changes to company constitution
- Business name registration
- Act as process agent
- Section 137 bond applications
- Assist with voluntary strike off and members' voluntary liquidation

About Us

Centralis Group is a market-leading outsourced corporate services provider. Our dedicated experts are committed to delivering first-class solutions so your business functions as efficiently as possible. In each of our jurisdictions, we have the right mix of finance, accounting, client services and legal experts providing specialist support.

Our dedicated Company Secretarial experts are all chartered members of the Corporate Governance Institute.

KEY CONTACTS

Derek O'Reilly
Head of Ireland

T: +353 (0) 1 905 3142
M: +353 86 837 2660
derek.oreilly@centralis.eu

Conor Pujol
Company Secretary

T: +353 (0) 1 905 6025
conor.pujol@centralis.eu

Headquarters: Luxembourg

Worldwide Offices: Barbados · Canada · Cayman Islands · Hungary · Ireland · The Netherlands · Switzerland · UK · Uruguay · US

Desks: China · Israel