



# Your trusted partner for Corporate 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. The need to be 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

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Centralis can assist with the incorporation of new entities and will:

- 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

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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 AGM documentation within prescribed deadlines
- Prepare and file statutory forms regarding company changes

## ACTING AS COMPANY SECRETARY

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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 we can act as the named company secretary and will:

- Sign the annual return and other statutory forms in our capacity as 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. We will:

- Organise and manage meetings in line with good corporate governance practices
- Provide a suitable meeting room
- Draft agendas, notices, proxies and prepare comprehensive Board packs in an electronic format
- Attend meetings and draft minutes arising out of Board meetings and AGMs
- 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 we 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

To ensure that your company adheres to beneficial ownership regulations we can:

- Assist with the Register of Beneficial Ownership (RBO) 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
- 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

- ● ● ● Our dedicated company secretarial experts are chartered members of the Corporate Governance Institute

## CONTACT US

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## 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.