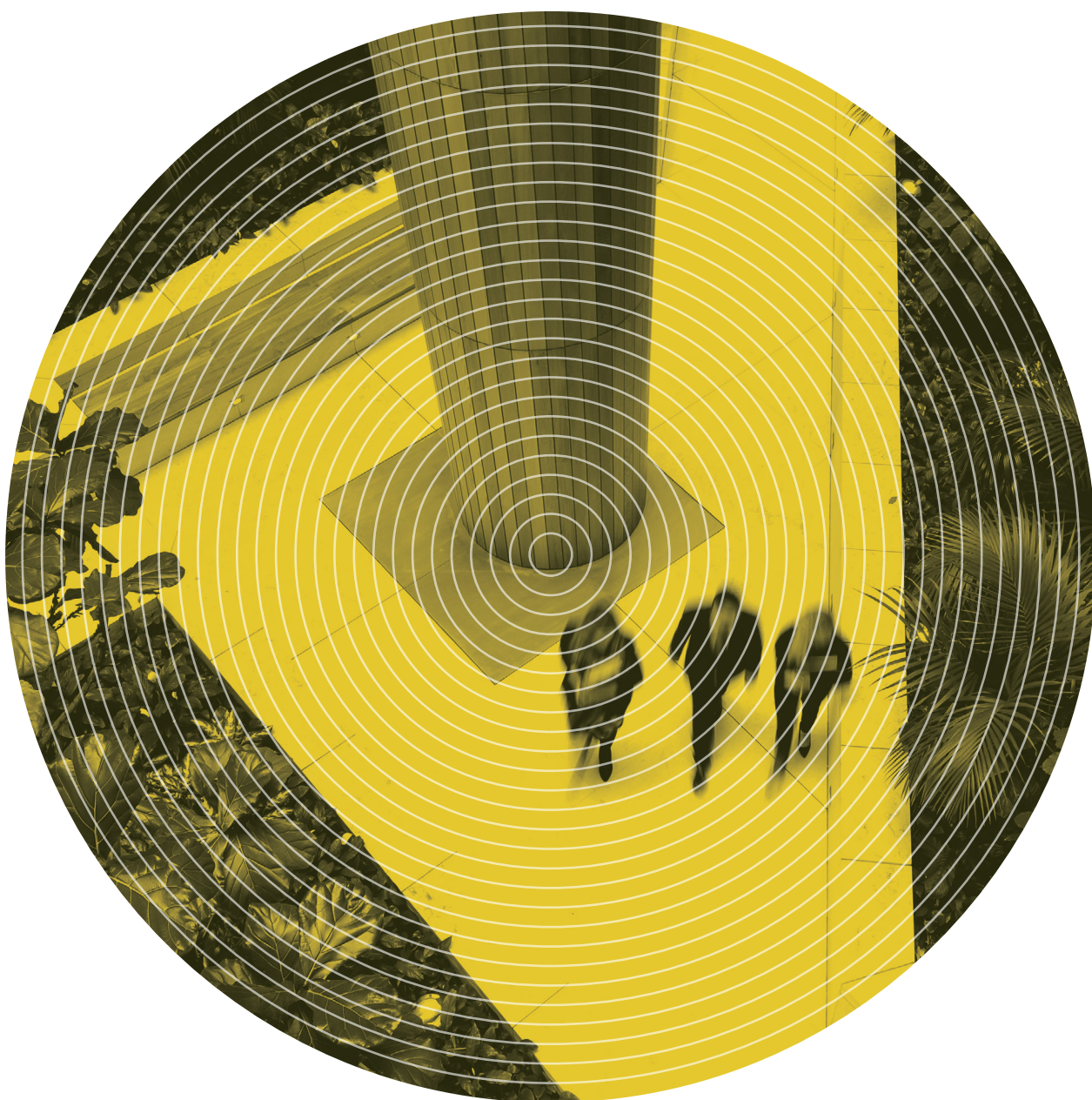

Company Secretarial and Compliance Services for Investment Companies

Expertise

MCCANN FITZGERALD



With almost 550 people, including over 350 lawyers and professional staff, McCann FitzGerald is one of Ireland's premier law firms. We are consistently recognised as being the market leader in many practice areas and our pre-eminence is endorsed by clients and market commentators alike.

Our principal office is located in Dublin and we have overseas offices in London, New York and Brussels. We provide a full range of legal services, primarily to commercial, industrial and financial services companies. Our clients include international corporations, major domestic businesses and emerging Irish companies. We also have many clients in the State and semi-State sector.

We were recently awarded Ireland "Law Firm of the Year 2016" at The Lawyer European Awards 2016. We have been repeatedly acknowledged by FINANCE Dublin as having worked on numerous award-winning transactions in their annual Deals of the Year Awards. Other accolades we have received include "Ireland Law Firm of the Year" from the International Financial Law Review and we were voted "Ireland Law Firm of the Year" and "Ireland Client Service Law Firm of the Year" by Chambers Europe.

Company Secretarial Services

We provide a full suite of on-going Company Secretarial Services to investment funds and their management companies including:

- acting as named company secretary;
- establishing and maintaining the company's statutory registers electronically on our on-site database;
- maintaining the company's minute books;
- preparing annual returns for signature and filing in the Companies Registration Office in a timely manner (where required for management companies);
- acting as electronic filing agent for clients to facilitate efficient filing of documents with the Companies Registration Office;
- preparing documents and resolutions necessary to convene, hold and minute the annual general meeting or an extraordinary general meeting, and to approve interim and / or annual audited accounts;
- provision of a registered office facility for clients;
- changes in directors and secretaries (appointment and / or resignation);
- amendments to the constitution;
- change of name or change of registered office address;
- obtaining and retaining company seals;
- prepare and maintain compliance calendar.

Board Meeting Services

We can provide solutions to facilitate the electronic collation and distribution of board packs, and the holding of board meetings through the use of a secured dedicated online board portal which is accessible through either browser or iPad.

This provides directors and other authorised users with ease of access to board packs, and provides for personalised electronic annotation and highlighting of the board pack.

The portal also has the facility to store historical board packs and board minutes, ensuring availability and verifiable record of past board meeting materials.

For ease of access to common company documentation which is regularly requested and accessed, this solution can also be used to centrally house such documentation, for example the constitution of the fund or management company, the offering documents, material contracts, Central

Bank letters of authorisation and correspondence with the Central Bank, and so on.

Our board meeting services include:

- scheduling and organising board meetings;
- provision of board room for meetings where required;
- liaising with investment fund / management company representatives and other service providers in respect of meeting materials;
- collating and distributing board packs;
- attending board meetings, and taking minutes of meetings;
- post meeting drafting and agreeing of minutes; and
- drafting and maintaining action point list arising from meetings.

Why McCann FitzGerald?

McCann FitzGerald's Company Secretarial Group is dedicated to assisting companies and their directors, company secretaries and managers in relation to all aspects of company secretarial compliance.

Our specialist secretarial company, HMP Secretarial Limited, provides a comprehensive range of company secretarial services to a wide variety of asset management clients including the provision of company secretarial services to UCITS management companies, AIFMs, UCITS investment companies, ICAVs and Part 24 Companies.

The Company Secretarial Group consists of a highly qualified team of company secretaries and company secretarial assistants, who together boast significant knowledge and experience in the provision of company secretarial services in professional practice, and is backed by the extensive depth of knowledge of our Investment Management Group.

Contact us today to discuss how we can help you to manage your company secretarial requirements.

Further information is available from:



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This document is for general guidance only and should not be regarded as a substitute for professional advice. Such advice should always be taken before acting on any of the matters discussed.