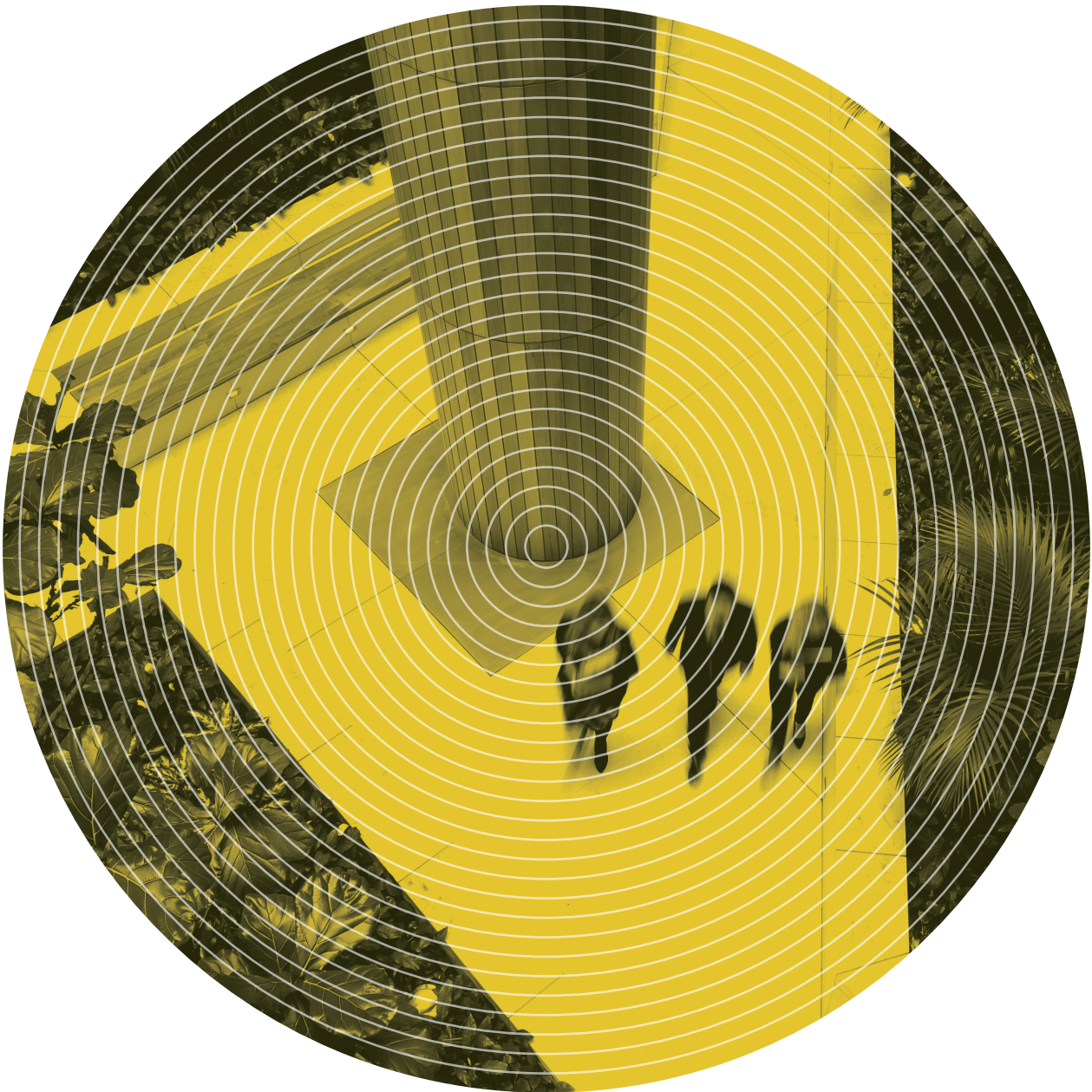


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# Company Secretarial and Compliance Services

## 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.



**Ray Hunt**  
*Head of Company  
Secretarial & Compliance  
Services*

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## Company Secretarial Services

### Company Formations

HMP Secretarial Limited offers an efficient and comprehensive company formation service for all types of Irish companies that is specifically tailored to the needs of our clients.

### Branch Registration

HMP Secretarial Limited can assist foreign companies in registering the establishment of a branch in Ireland.

### Annual Company Secretarial Services

Companies' secretarial compliance obligations are ongoing. Working with our clients, HMP Secretarial Limited can proactively produce an annual secretarial compliance plan to assist our clients manage and address such obligations throughout the year as seamlessly as possible.

Our annual company secretarial services include:

- acting as named company secretary;
- provision of a registered office facility;
- establishing and maintaining client-companies' statutory registers electronically on our on-site database;
- maintaining the companies' minute books;
- preparing companies' annual returns for signature and filing in the Companies Registration Office in a timely manner;
- 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 and to approve the annual accounts;
- assisting foreign client companies to comply with their obligations where they establish a branch registration in Ireland; and
- acting as Irish resident person authorised to accept service of process on behalf of a foreign company with a branch registration in Ireland.

### Board Meeting Services

Our board meeting services include:

- scheduling and organising board meetings;
- collating and distributing board packs;
- providing technological solutions to facilitate the holding of board meetings; and
- attending board meetings, and drafting and agreeing minutes of such meetings thereafter.

## Other Company Secretarial Services

From incorporation onwards, HMP Secretarial Limited offer support in the management of common changes that occur in the lifetime of a company, including the drafting of resolutions, convening of meetings, providing of advices and filing prescribed forms in connection with:

- actions arising from introduction of Companies Act 2014;
- changes in directors and secretaries (appointment and/or resignation);
- amendments to companies' constitutions;
- change of name or change of registered office address;
- changes in share capital to include increases and amendments in authorised share capital, transfers and allotments of shares, redemption of shares and share buybacks;
- registration of a business name;
- procuring bonds for companies with only non EEA resident directors;
- re-registration from one company type to another;
- advice and assistance in connection with the declaration of dividends;
- performance of company secretarial 'healthcheck' on compliance with relevant secretarial requirements;
- arranging notarisation and/or apostilisation of documents;
- act as process agent for service of proceedings;
- obtaining and retaining company seals;
- maintaining a copy of accounting records in the State;
- reconstitution of companies' statutory registers if required; and
- voluntary strike-off and restoration to the register of companies.

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## **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 law compliance.**

Directors and secretaries of Irish companies are obliged to ensure that their companies comply with the requirements of the Companies Acts. Breaches can carry with it serious consequences for both the company and its officers. For example, companies neglecting to file their statutory returns in time are likely to face heavy fines, loss of audit exemption, can be struck off the register of companies, and enforcement actions can be taken against their directors.

McCann FitzGerald's specialist secretarial company, HMP Secretarial Limited, provides a comprehensive range of company secretarial services to a wide variety of clients across all the major industry sectors ranging from standalone indigenous companies, to large multi-national groups, 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 Corporate and Investment Management Groups.

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

## Key Contacts

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### Ray Hunt

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Ray is Head of McCann FitzGerald's Company Secretarial and Compliance Services Group and is a Fellow of the Institute of Chartered Secretaries & Administrators. He has extensive experience in the provision of a broad range of company secretarial services to clients as well as advising them on all aspects of company law, governance and company secretarial practice.



### Aisling Smith

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Aisling is a Chartered Secretary and an Associate of the Institute of Chartered Secretaries & Administrators (ICSA). Aisling has vast experience with the firm in providing company secretarial advice and assistance to a diverse number of clients of varying requirements and expectations.



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## Siobhan Daly

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Siobhan is a Chartered Secretary and an Associate of the Institute of Chartered Secretaries & Administrators (ICSA). Siobhan has years of experience working in Company Secretarial Departments, both in top Dublin law firms and in house, providing company secretarial advice and assistance to a broad range of clients.



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## Garreth O'Brien

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Garreth is the partner in charge of McCann FitzGerald's Company Secretarial Group. His work includes transactional work (mergers and acquisitions, corporate restructurings and reorganisations, joint ventures and commercial contracts) and advisory work (private company law issues and corporate governance).



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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.