

# Company Secretarial Services

June 2009

**Burness LLP can provide your company with a comprehensive company secretarial service, allowing you to free your key staff to concentrate on commercial and strategic matters.**

## What we can do for you

In providing this service we can provide assistance with the following matters for your company:-

- maintaining the statutory registers and minute books for your company
- preparing and filing of relevant returns with Companies House. This includes checking and updating the annual return of your company prior to filing electronically with the Registrar of Companies
- reminding you of key critical dates affecting the administration of your company, including accounts filing dates and, where appropriate, annual general meeting reminders
- general guidance in relation to company procedures, as required

Our aim is to ensure that your company complies with the various statutory requirements laid down by the Companies Acts and other related legislation.

As an officer of your company, certain duties and responsibilities are imposed on us by statute. To ensure we are able to carry out these duties effectively we rely on the company, and in particular its directors, to supply us with all the information that we need to allow us to perform our duties. By way of example, we have to be notified of changes to the board of directors so that we can make the necessary returns to the Register of Companies. It may be that copies of the board minutes that we receive would give us some of this type of information. If your company goes through a period of change we would be able, in our

capacity as company secretary, to ensure that any statutory requirements that your company has to meet will be followed and all filing deadlines met.

To ensure effective compliance on the part of your company, we would liaise with you to ensure that we are informed of any changes to your company. We would maintain your records so that they reflect the information held by Companies House. To do this we will endeavour to ensure that no Companies House forms or other returns to Companies House are made in respect of your company, other than through Burness LLP. However, if there were some special reason why your company wished to file a form or other return itself, then we would require to be supplied with a copy at the same time.

We would also maintain the minute books of your company, ensuring that any documents supplied to us (such as minutes of future board meetings and general meetings) are kept with your company books and that any Companies House returns which require to be made in relation to them are dealt with timeously.

We can also arrange to file your annual accounts on your behalf to ensure no late filing penalties are imposed on your company. We would aim to remind you of filing deadlines no later than six weeks prior to any date set by Companies House.

If your company has opted to hold annual general meetings, we would be on hand to provide guidance relating to the procedures and management of such meetings and we can assist with the preparation of any documents required in connection with the annual general meeting. Should you wish additional support, our chartered secretary can attend your annual general meeting and provide guidance at the meeting itself.

## **Incorporation Service**

In addition to company secretarial services, we also provide an incorporation service.

We would provide you with a ready made company, complete with our standard memorandum of association and articles of association immediately, if required, utilising the electronic filing technology available to us. We are able to incorporate any type of corporate body ranging from private limited companies through to limited liability partnerships.

We can arrange for your company to be tailored to your specific requirements, including the appointment of directors, company secretary (if you choose to appoint your own secretary), and the issue of further shares, changing the accounting reference date and the registered office if required. We are able to file all notifications to Companies House electronically, thus reducing any post incorporation administration on your part.

We can help with guidance in choosing your company name to ensure that the proposed name complies with any statutory requirements. We can also advise where sensitive words are proposed, and help you obtain the necessary approval for these.

We are also able to arrange registration under the appropriate regime for foreign companies establishing branches or place of business in the UK, and also advise you of the relevant compliance requirements.

Our standard fee for the incorporation of a UK limited company is £350 plus VAT and outlays. Where additional tailoring or drafting is involved (such as changes to the articles of association), this may involve an additional cost.

## **Registered Office Service**

We are able to provide registered office and mail forwarding services for companies incorporated in Scotland.

Our annual fee for this service is £200 plus VAT.

## **Our fees**

Our fees for our company secretarial service are calculated on a time-spent basis. The hourly rate for our chartered secretary is £140 plus VAT. At the end of the feeing period we would be able to provide a breakdown of time spent on your company as required. We can set our feeing period to meet your requirements, whether that is quarterly, six monthly or annually.

There would also be an additional charge for attendance at board meetings or annual general meetings. This would be charged in accordance with time spent in travelling to and attending the meeting.

For further information about this service please contact:



**Gary Gray**, Company Secretary

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If you would like to opt out of future e-bulletins please contact [webmarketing@burness.co.uk](mailto:webmarketing@burness.co.uk)

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Burness LLP is a limited liability partnership registered in Scotland (SO300380).

The registered office is at 50 Lothian Road Festival Square Edinburgh EH3 9WJ. Lawyers with offices in Edinburgh and Glasgow at which a list of partners is available for inspection.

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