

# COMPANY SECRETARIAL WE VALUE YOUR BUSINESS

In today's regulatory environment, maintaining robust corporate governance and statutory compliance is critical to protecting your business's legal standing and reputation. Although the Companies Act 2006 removed the statutory requirement for private limited companies to appoint a Company Secretary, the legal and administrative obligations under company law remain substantial.

Whether you operate as a limited company, limited liability partnership (LLP), community interest company (CIC), or company limited by guarantee, the Companies Act requires that certain filings, registers and internal records are maintained with accuracy and submitted in a timely manner. These responsibilities form the foundation of sound corporate governance and must be fulfilled to avoid financial penalties, director disqualification and reputational damage.

At Nunn Hayward, we provide a fully managed Company Secretarial Service that ensures your business remains fully compliant with all statutory obligations under the Companies Act and related legislation. We serve as a reliable extension of your internal team helping to streamline your governance processes and reduce administrative burden.

Our comprehensive company secretarial services include:

## COMPANY FORMATION AND STRUCTURING

We handle the entire incorporation process electronically when forming new companies. Our service includes:

- Preparation and submission of incorporation documents to Companies House
- Issuance of Certificate of Incorporation
- Drafting and provision of Memorandum and Articles of Association
- Advice on appropriate share structure and officer appointments
- Initial statutory register setup

We also assist with more complex structures, including group companies, special purpose vehicles, companies limited by guarantee and community interest companies.



## MAINTENANCE OF STATUTORY REGISTERS

All companies are legally required to maintain a number of statutory registers, regardless of whether a Company Secretary is appointed. We maintain these on your behalf using secure digital systems and ensure they are always up to date:

- Register of Directors and Secretaries
- Register of Members (Shareholders)
- Register of People with Significant Control (PSC)
- Register of Allotments and Transfers
- Register of Charges (if applicable)

Failure to maintain these records correctly can result in fines and potential difficulties during due diligence, audit, or fundraising.

## CONFIRMATION STATEMENTS (ANNUAL RETURN)

We prepare and file the Confirmation Statement (previously the Annual Return) with Companies House on your behalf. This includes:

- Reviewing and updating company details (e.g., SIC codes, officers, shareholdings)
- Identifying discrepancies and resolving inconsistencies
- Filing electronically to ensure timeliness and compliance

## EVENT-DRIVEN COMPANY FILINGS

Significant corporate changes must be reported to Companies House within strict timeframes. We ensure full compliance with all such event-driven filings, including:

- Appointment or resignation of directors and secretaries
- Changes to registered office address
- Allotments / transfer of shares / other share restructure documents
- Changes to Articles of Association and related filings
- Striking off or restoration applications



## DIVIDEND ADMINISTRATION AND DOCUMENTATION

To ensure compliance with company law and HMRC guidelines, dividend distributions must be properly documented. We prepare:

- Board resolutions authorising the distribution
- Dividend vouchers for each shareholder
- Shareholder resolutions (where required)

This ensures all distributions are legally sound and supported by appropriate retained profits.

## REGISTERED OFFICE AND SERVICE ADDRESS FACILITY

We offer the option of using Nunn Hayward's office as your company's registered address, providing a secure and professional front for official communications. We also handle the scanning and forwarding of statutory mail.

## WHY NUNN HAYWARD?



### Expert Oversight

Our experienced professionals monitor legislative changes and ensure your company remains compliant at all times.



### Digital Compliance

We use secure software to maintain records and enable real-time updates, improving accuracy and audit-readiness.



### Tailored Advice

Whether you're a start-up or an established group, we advise on optimal company structures, share classes and governance processes.



### Fully Outsourced Option

We can serve as your outsourced Company Secretary, managing all statutory obligations on an ongoing basis.



### Risk Mitigation

Proper compliance reduces exposure to fines, director liability and reputational risk especially important during due diligence or investment rounds.

## STAY COMPLIANT. STAY CONFIDENT

Whether you're forming a new company, planning structural changes, or simply need assistance keeping your statutory records in order, Nunn Hayward's Company Secretarial Service ensures you remain fully compliant with the evolving demands of UK company law.

Get in touch today to find out how we can support your governance and regulatory obligations with precision and efficiency. Call us on **01753 888 211** or email **info@nhllp.com**, we are here to help.