

**CORPORATE
SECRETARIAL SERVICES**



Accountability Counts

With offices in Europe and North America, Centaur delivers independent fund administration services and regulatory services worldwide. Our highly experienced team, clear contractual terms and operational excellence are core to our success. Centaur is regulated by the Central Bank of Ireland, the Bermuda Monetary Authority and the Cayman Islands Monetary Authority.

CORPORATE SECRETARIAL SERVICES

Centaur provides a comprehensive and specialized range of corporate secretarial services, delivered by the most experienced team in the industry.

DEPARTMENT STRUCTURE

Centaur's Corporate Secretarial Services is made up of seven team members, headed by the Corporate Services Manager. Each member of the team has a legal background and each is a client focused, responsive professional.

WHAT SETS US APART?

- At Centaur, we charge a flat fee for our services and we do not charge time thereafter.
- Robust controls and procedures are in place when producing documents.
- Non-functionalized team; clients are assigned to a specific member of the team and that person deals with all company secretarial matters relating to their client.
- We build strong relationships with both the Investment Manager and the Board of Directors. We adhere to tighter deadlines than many of our competitors.

TECHNOLOGY

Centaur uses Blueprint software, backed by the Institute of Chartered Secretaries and Administrators – the professional body for those who work in the Corporate Secretarial field.

This robust technology allows full details regarding entities to be recorded, tracked and reported on.

The system's capabilities include:

- Document management
- Comprehensive compliance diary function
- Automatic email notifications
- Production of statutory registers.

The system is secure; each user is assigned a level of access and entities and documents can be controlled accordingly. Anything inputted into Blueprint is subject to our maker/checker process.



SERVICES SUMMARY

The Corporate Secretarial Services department deals with routine and non-routine company related matters.

1. ROUTINE COMPANY RELATED MATTERS

- Acting as the main point of contact for Directors' queries.
- Organising, attending and minuting Board meetings, audit committee meetings and valuation committee meetings.
- Ensuring documents are approved by the Board and executed thereafter and ensuring items approved by the Board via email are formally ratified at the next Board meeting.
- Monitoring the payment of company's annual fees and monitoring annual filings.
- Liaising with the Board in respect of the approval of the company's financial statements.
- Opening subscription and redemption accounts.
- Assistance with obtaining Certificates of Good Standing (ROC and CIMA) and ISIN Numbers (CISE).
- Assistance with statutory filings.

2. NON-ROUTINE COMPANY RELATED MATTERS

- Change of Director or service provider.
- Drafting resolutions to approve additional dealing days, signatory lists, amended offering documents etc.
- Applying for an extension to submit financial statements.
- Amended constitutional documents.
- Liquidations.

CONVERSION

Centaur will drive the conversion process on our clients' behalf, which includes:

- Drafting and finalising the administration agreement and external valuer agreement (if required).
- Driving the change of registered office provider.
- Drafting all necessary resolutions for the appointment of Centaur and monitoring any necessary filings to effect the changes.
- Liaising with Board and Investment Manager for the purposes of opening bank accounts.
- Collating comments and obtaining Board approval of a company's offering document and filing an offering document with CIMA once finalised.