



Corporate Compliance and Governance



We're by your side

How can RBK help you?

- Our team consists of skilled ICSA qualified Chartered Secretaries
- We have extensive experience and knowledge of company law
- We keep you up to date on changes in legislation
- Our team guarantee a friendly personal relationship
- We guarantee efficiency, high standards and exceptional attention to detail
- We have an international reach via our membership with Leading Edge Alliance Global
- Reasonable and competitive prices

Dublin
Athlone
Roscommon



Our Annual Compliance Services

Maintenance of Statutory Registers & Minute Books

Every Irish company is obliged to maintain a number of statutory registers and minute books in the State under the Companies Act 2014.

We maintain and update your statutory registers and keep them in order at all times and in the event of an inspection of a specific register, we will take full control of the request and inspection.

Registered Office Address Facility

The registered office address of an Irish company must be held in the State. RBK can provide a registered office address facility on your behalf on a short term or long term basis to suit your needs.

We will ensure that any correspondence received at the registered office address is actioned promptly or relayed to the relevant contact in your company.

Annual Returns

We prepare and file your annual returns on time ensuring that you are fully compliant with the requirements of the Companies Act 2014 and that your filing obligations with the Companies Registration Office is impeccable.

Meetings

We will provide advice on the procedures around the holding of board, class, annual and extraordinary general meetings and support you in your agenda and recording of the resolutions passed.



Register of Beneficial Ownership

The European Union (Anti-Money Laundering: Beneficial Ownership of Corporate Entities) Regulations 2019 impose new and continuous obligations on companies to obtain, hold and maintain adequate, accurate and current information in respect of its beneficial owners at all times.

In addition, every relevant entity is required to submit particulars of its beneficial owners to the Central Register and any changes in its beneficial owners or their particulars within a certain time frame going forward.

RBK can advise and assist with your obligations to ensure you are fully compliant with the 2019 Regulations to include;

- Creation of the internal register of beneficial ownership
- Notice to a natural person believed to be a beneficial owner
- Notice to a person believed to have information concerning beneficial ownership
- Other steps to identify the beneficial owners
- Notice to a natural person to confirm occurrence of change
- Submission of beneficial ownership particulars to the Central Register
- Submission of a change in beneficial ownership or their particulars to the Central Register
- Maintenance of the register of beneficial ownership





Due Diligence

Review and Report on your Statutory Obligations

We provide a comprehensive review of your statutory registers and minute books and analyse your historic public filings with the Companies Registration Office.

Following our review, we prepare a report identifying any gaps in your company records for consideration to assist you with putting in place the appropriate policies and mechanisms to ensure that your obligations are fully compliant with the Companies Act 2014.

Statutory Registers

We advise and assist with putting in place mechanisms to bring your statutory registers and minute books up to date and kept up to date in compliance with the Companies Act 2014.

Company Reorganisation

At RBK, our Corporate Compliance Team is experienced in all areas of company reorganisation.

As changes in laws and regulations influence restructuring activity we pride ourselves on keeping up to date with the most recent changes in legislation and changes ahead. We work closely with our Tax experts to achieve your business objectives.

Whether your objective is to restructure your international operations, anticipate changes in legislation, prepare for the effect of Brexit or increased economic activity we will advise on the management of your company's share capital and can assist with:

- Creation of group structure
- Share for share exchange
- Share for undertaking
- Share capital reduction
- Summary approval procedure

Corporate Governance

At RBK, we believe that good governance involves putting in place systems and processes to ensure that your business achieves its objectives with integrity and is managed in an effective, efficient, accountable and transparent way.

We will work closely with you to understand your requirements and carefully match these to provide your board, audit committee and senior management with the tools they need to ensure your company is governed effectively and a compliance culture is embedded within the organisation. Key issues covered are:

- Governance policy
- Overview of the organisation structure and reporting lines
- Evaluation of the effective oversight by the board of directors
- Evaluation of the operation of all board committees
- Evaluation of the risk management system in operation
- Evaluation of the adequacy of the policy framework in operation
- Evaluation of the compliance culture within the organisation
- Procedural framework - control processes and procedures
- Segregation of duties
- Analysis of level of compliance with various sector specific legislative requirements, e.g. Charities Governance Code, Central Bank legislation etc.
- The implication of legislative changes

Other Compliance and Consultancy Services

In addition to our annual compliance services, we advise and assist with a range of ad hoc compliance and consultancy services that may be needed from time to time to include but not limited to the following;

- Company Incorporation
- Re-registration
- Change of company name
- Change in registered office address
- Registration of business name
- Change in annual return date
- Change in financial year end
- Change in officers or their particulars
- Ordering company seals
- Share transfer
- Allotment of shares
- Change in authorised share capital
- Change in rights attaching to specific share classes
- Golden share
- Share Redemption
- Capital Contribution
- Dividends
- Bespoke constitution
- Summary Approval Procedure
- Voluntary Strike Off
- Restoration
- Registration of Branches and annual filings
- EEA resident director requirements and bond application
- International searches
- Assistance with filing requirements in other jurisdictions



Specialist Services

- SPV compliance
- Corporate registration and restructuring
- Due diligence
- Statutory Register gap analysis
- Maintenance of corporate registers and minute books
- Board governance and best practice
- Register of beneficial ownership
- Registered office address facility
- Facilitate the nomination of company officers including INED's
- Transaction support
- Company law updates on legislative changes and current best practices
- General advice and support

Why choose RBK?

RBK understand the external challenges faced by corporate entities and we work closely with our clients together with our experts in taxation, business restructuring, audit and corporate services to provide a full range of corporate compliance and governance services.

Our approach to corporate compliance and governance is based on many years of practical experience together with our constant efforts in improving our methodology in line with best practices to ensure we play an important role within your business and to support the establishment and maintenance of the necessary frameworks to promote effective decision making which in turn enhances good corporate governance.

- RBK are the largest independent accounting and financial services firm in Ireland with over 200 professionals in 3 locations.
- We are members of Leading Edge Alliance (LEA), an international professional association of leading independently owned accounting and consulting firms.
- We have a team of skilled chartered company secretaries with comprehensive experience in all company law matters.
- We have a proven track record with a large client base offering a broad range of services.

Contact us



Cathal Melia
Corporate Compliance
Partner

+353 90 648 0600
cmelia@rbk.ie



Donna Carey
Corporate Compliance
Manager

+353 90 648 0600
dcarey@rbk.ie



Catherine Sweeney
Corporate Consultancy
Manager

+353 90 648 0600
csweeney@rbk.ie

Dublin

Athlone

Roscommon